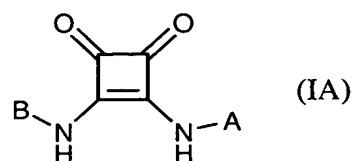


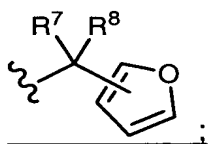
1. (CURRENTLY AMENDED) A compound of the formula:



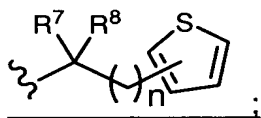
and the pharmaceutically acceptable salts and solvates thereof, wherein:

A is selected from the group consisting of:

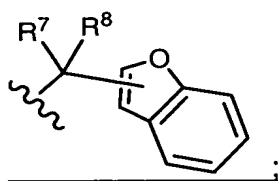
(1)



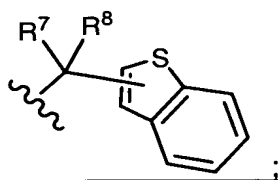
(2)



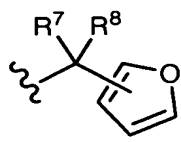
(3)



(4)

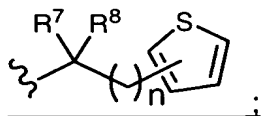


(5)



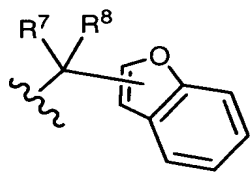
wherein said A group is substituted with 1 to 6 substituents each independently selected from the group consisting of: unsubstituted alkyl;

(6)



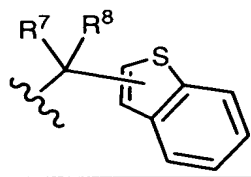
wherein said A group is substituted with 1 to 6 substituents each independently selected from the group consisting of: unsubstituted alkyl;

(7)



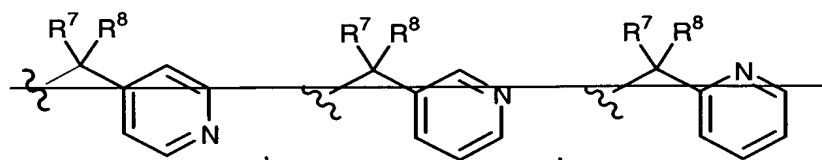
wherein one or both rings of said A group is substituted with 1 to 6 substituents each independently selected from the group consisting of: unsubstituted alkyl;

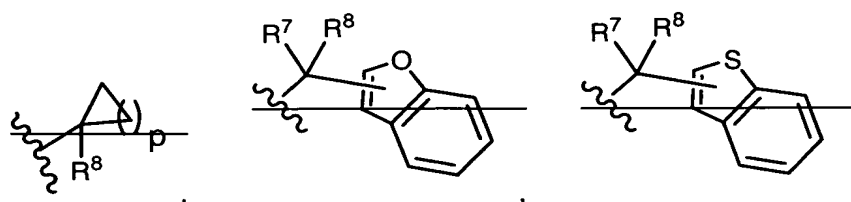
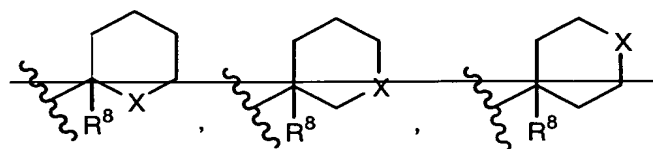
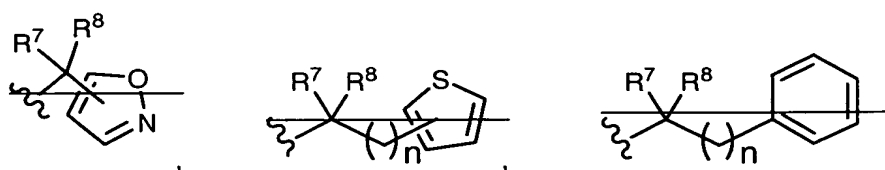
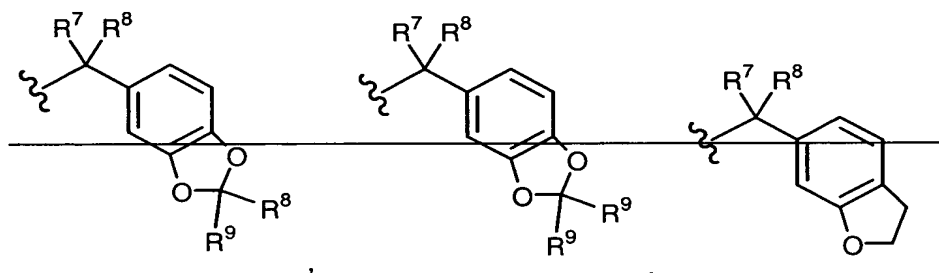
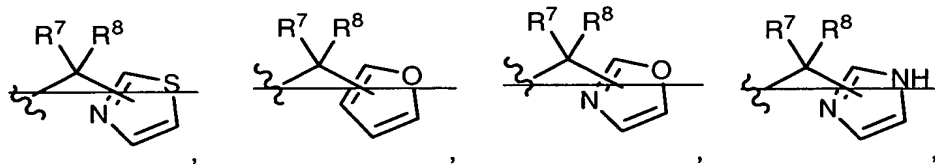
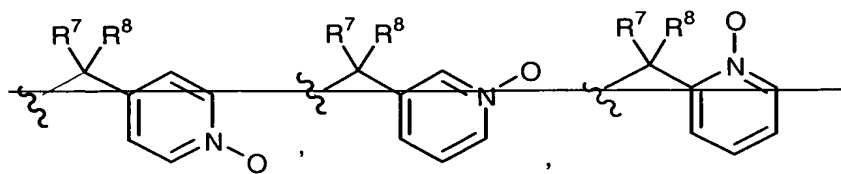
(8)

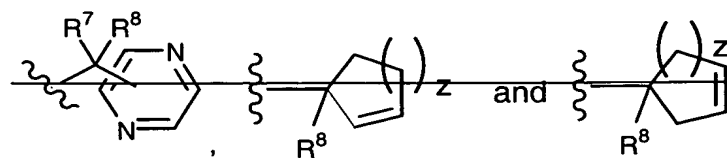
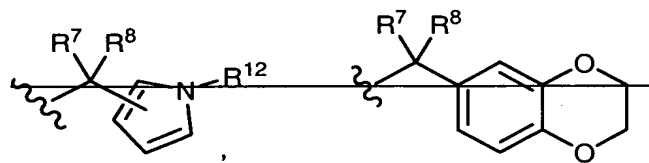
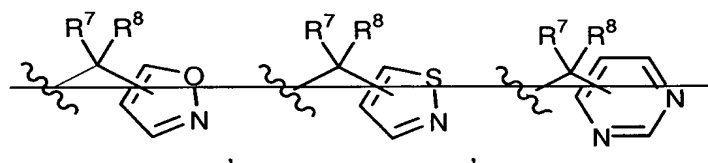
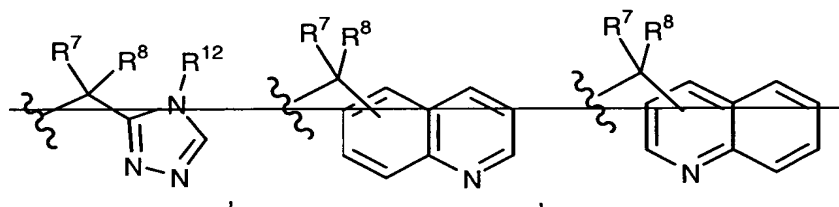
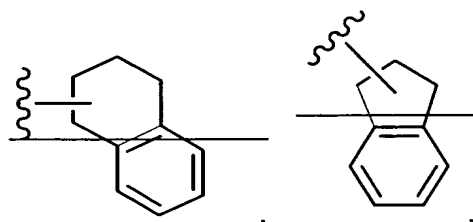
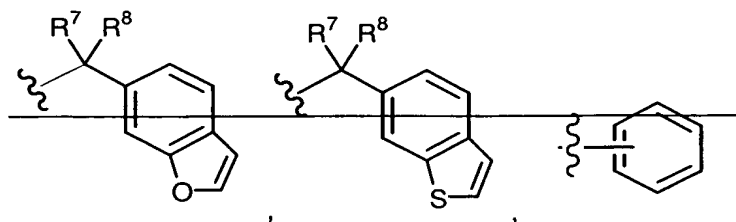


wherein one or both rings of said A group is substituted with 1 to 6 substituents each independently selected from the group consisting of: unsubstituted alkyl;

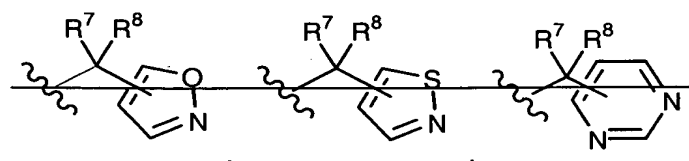
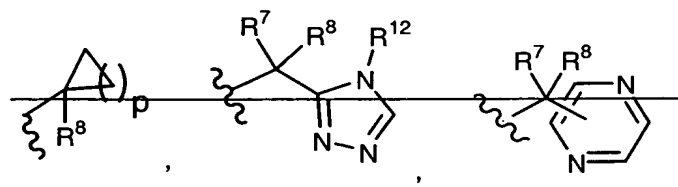
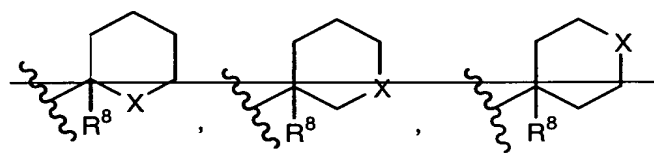
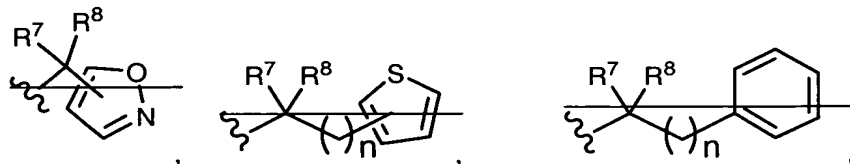
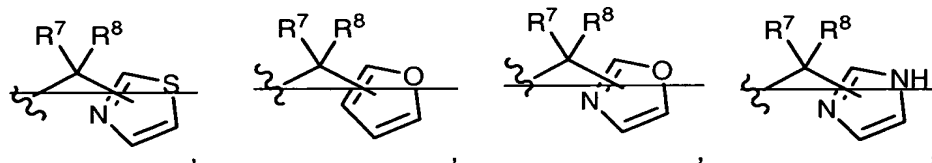
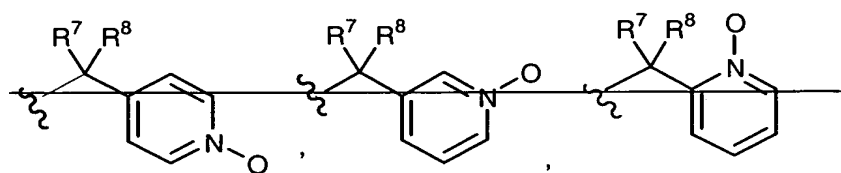
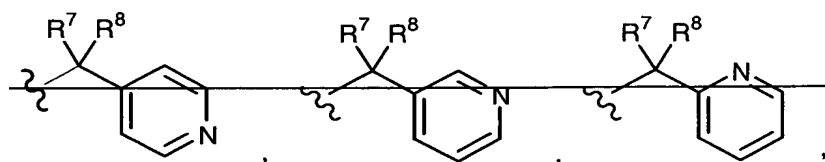
(1)

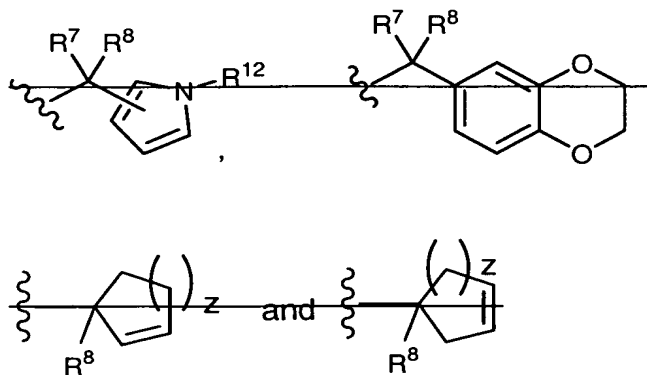






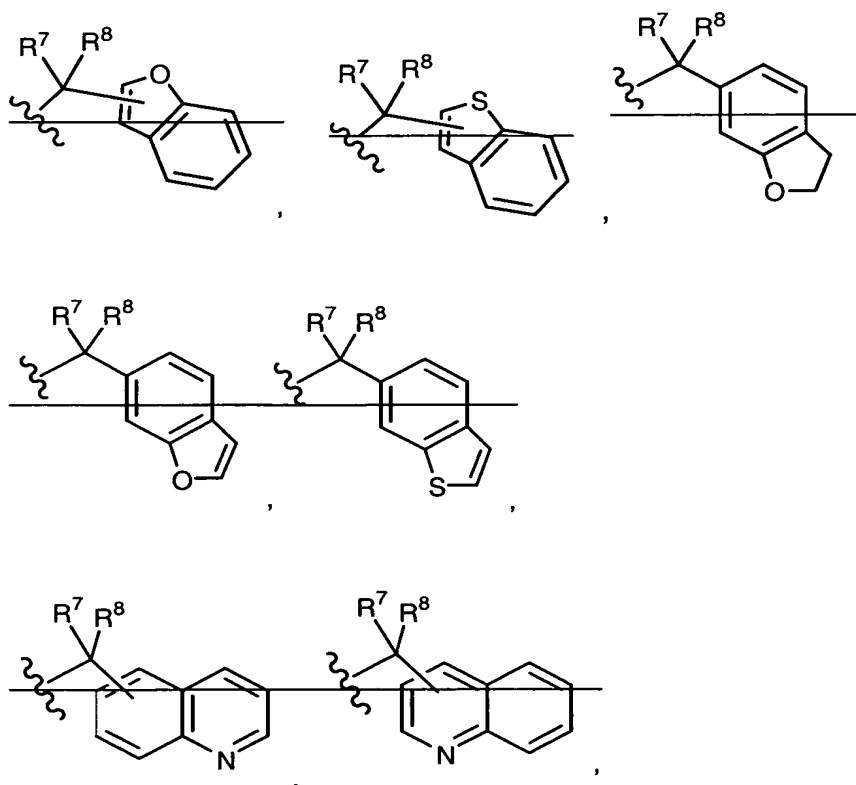
(2)

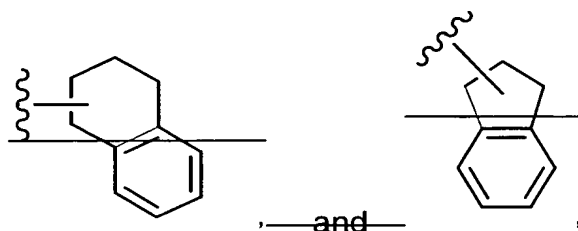




wherein the above rings of said A groups are substituted with 1 to 6 substituents each independently selected from the group consisting of:  $R^9$  groups;

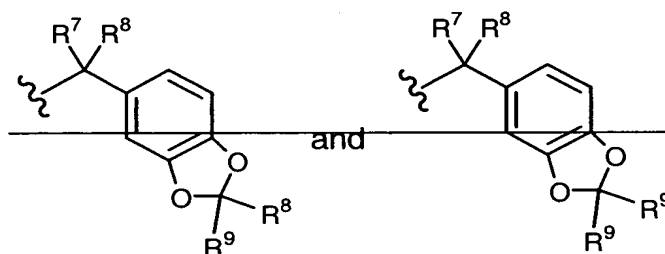
(3)





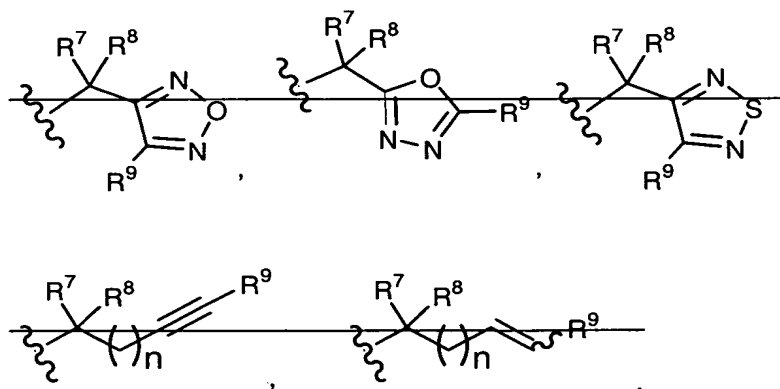
wherein one or both of the above rings of said A groups are substituted with 1 to 6 substituents each independently selected from the group consisting of:  $R^9$  groups;

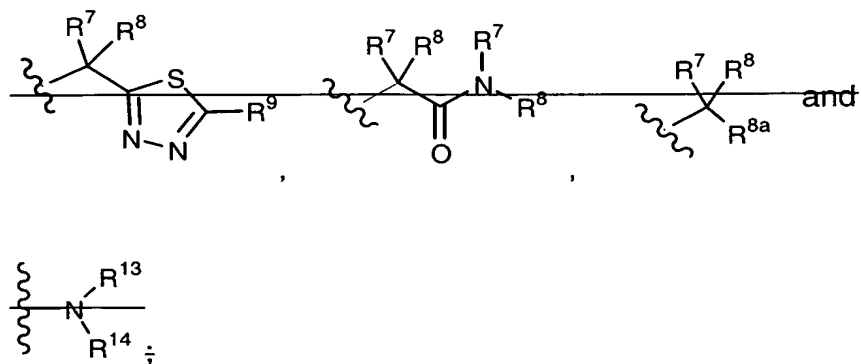
(4)



wherein the above phenyl rings of said A groups are substituted with 1 to 3 substituents each independently selected from the group consisting of:  $R^9$  groups; and

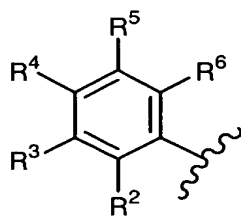
(5)



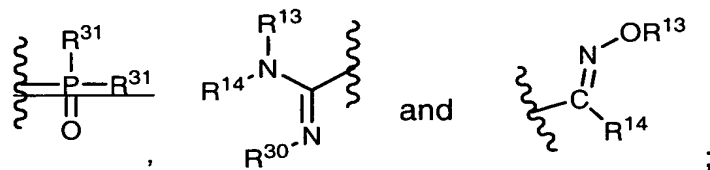


B is selected from the group consisting of:

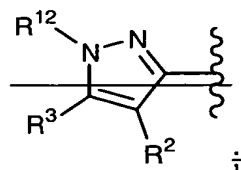
(1)



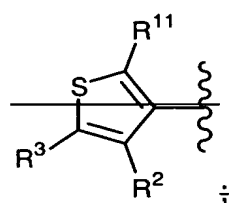
provided that wherein  $R^3$  for this group is selected from the group consisting of:  
 $-C(O)NR^{13}R^{14}$ ,



(2)

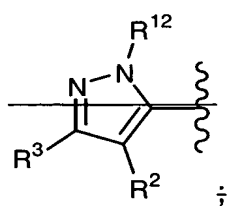


(3)

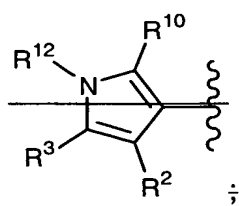




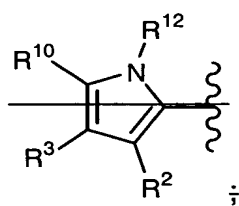
(4)



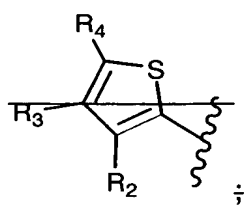
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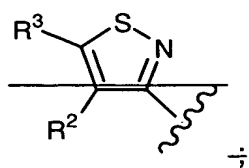
(6)



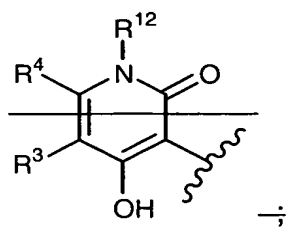
(7)



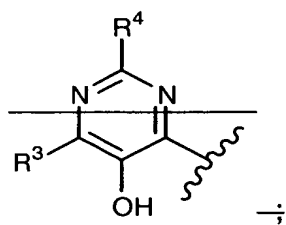
(8)



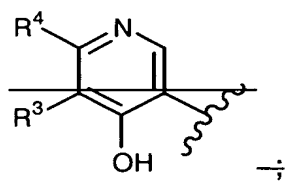
(9)



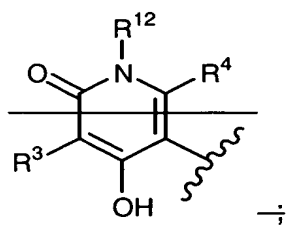
(10)



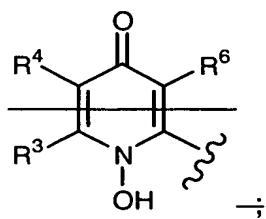
(11)



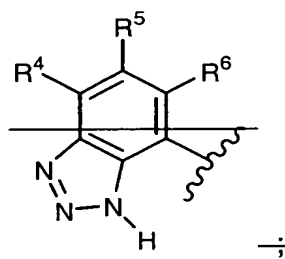
(12)



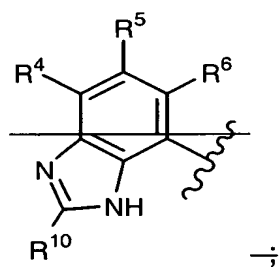
(13)



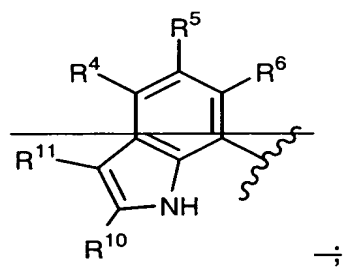
(14)



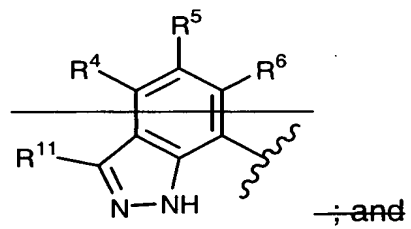
(15)



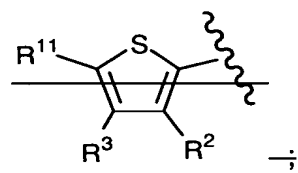
(16)



(17)



(18)



n is 0 to 6;

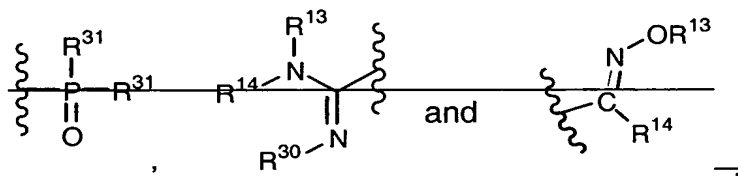
p is 1 to 5;

X is O, NH, or S;

Z is 1 to 3;

$R^2$  is selected from the group consisting of: hydrogen, OH, -C(O)OH, -SH, -SO<sub>2</sub>NR<sup>13</sup>R<sup>14</sup>, -NHC(O)R<sup>13</sup>, -NHCO<sub>2</sub>NR<sup>13</sup>R<sup>14</sup>, -NHCO<sub>2</sub>R<sup>13</sup>, -NR<sup>13</sup>R<sup>14</sup>, -C(O)NR<sup>13</sup>R<sup>14</sup>, -C(O)NHOR<sup>13</sup>, -C(O)NR<sup>13</sup>OH, -S(O<sub>2</sub>)OH, -OC(O)R<sup>13</sup>, ~~an unsubstituted heterocyclic acidic functional group, and a substituted heterocyclic acidic functional group; wherein there are 1 to 6 substituents on said substituted heterocyclic acidic functional group each substituent being independently selected from the group consisting of: R<sup>9</sup> groups ;~~

each ~~R<sup>3</sup>~~ and R<sup>4</sup> is independently selected from the group consisting of: hydrogen, cyano, halogen, alkyl, alkoxy, -OH, -CF<sub>3</sub>, -OCF<sub>3</sub>, -NO<sub>2</sub>, -C(O)R<sup>13</sup>, -C(O)OR<sup>13</sup>, -C(O)NHR<sup>17</sup>, -C(O)NR<sup>13</sup>R<sup>14</sup>, -SO<sub>(t)</sub>NR<sup>13</sup>R<sup>14</sup>, -SO<sub>(t)</sub>R<sup>13</sup>, -C(O)NR<sup>13</sup>OR<sup>14</sup>, and unsubstituted or substituted aryl, ~~unsubstituted or substituted heteroaryl,~~



wherein there are 1 to 6 substituents on said substituted aryl group and each substituent is independently selected from the group consisting of: R<sup>9</sup> groups; ~~and wherein there are 1 to 6 substituents on said substituted heteroaryl group and each substituent is independently selected from the group consisting of: R<sup>9</sup> groups;~~

each R<sup>5</sup> and R<sup>6</sup> are the same or different and are independently selected from the group consisting of hydrogen, halogen, alkyl, alkoxy, -CF<sub>3</sub>, -OCF<sub>3</sub>, -NO<sub>2</sub>, -C(O)R<sup>13</sup>, -C(O)OR<sup>13</sup>, -C(O)NR<sup>13</sup>R<sup>14</sup>, -SO<sub>(t)</sub>NR<sup>13</sup>R<sup>14</sup>, -C(O)NR<sup>13</sup>OR<sup>14</sup>, cyano, and ~~unsubstituted or substituted aryl , and unsubstituted or substituted heteroaryl group ; wherein there are 1 to 6 substituents on said substituted aryl group and each substituent is independently selected from the group consisting of: R<sup>9</sup> groups; and wherein there are 1 to 6 substituents on said substituted heteroaryl group and each substituent is independently selected from the group consisting of: R<sup>9</sup> groups;~~

each R<sup>7</sup> and R<sup>8</sup> is independently selected from the group consisting of: H, unsubstituted or substituted alkyl, ~~unsubstituted or substituted aryl, unsubstituted or substituted heteroaryl, unsubstituted or substituted arylalkyl, unsubstituted or~~

~~substituted heteroarylalkyl, unsubstituted or substituted cycloalkyl, unsubstituted or substituted cycloalkylalkyl,  $\text{CO}_2\text{R}^{13}$ ,  $\text{CONR}^{13}\text{R}^{14}$ , alkynyl, and alkenyl, and cycloalkenyl~~; and wherein there are one or more substituents on said substituted  $\text{R}^7$  and  $\text{R}^8$  groups, wherein each substituent is independently selected from the group consisting of:

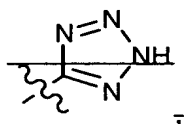
- a) halogen,
- b)  $-\text{CF}_3$ ,
- c)  $-\text{COR}^{13}$ ,
- d)  $-\text{OR}^{13}$ ,
- e)  $-\text{NR}^{13}\text{R}^{14}$ ,
- f)  $-\text{NO}_2$ ,
- g)  $-\text{CN}$ ,
- h)  $-\text{SO}_2\text{OR}^{13}$ ,
- i)  ~~$-\text{Si}(\text{alkyl})_3$ , wherein each alkyl is independently selected,~~
- j)  ~~$-\text{Si}(\text{aryl})_3$ , wherein each alkyl is independently selected,~~
- k)  ~~$-(\text{R}^{13})_2\text{R}^{14}\text{Si}$ , wherein each  $\text{R}^{13}$  is independently selected,~~
- l)  $-\text{CO}_2\text{R}^{13}$ ,
- m)  $-\text{C}(\text{O})\text{NR}^{13}\text{R}^{14}$ ,
- n)  $-\text{SO}_2\text{NR}^{13}\text{R}^{14}$ ,
- o)  $-\text{SO}_2\text{R}^{13}$ ,
- p)  $-\text{OC}(\text{O})\text{R}^{13}$ ,
- q)  $-\text{OC}(\text{O})\text{NR}^{13}\text{R}^{14}$ ,
- r)  $-\text{NR}^{13}\text{C}(\text{O})\text{R}^{14}$ , and
- s)  $-\text{NR}^{13}\text{CO}_2\text{R}^{14}$ ;

$\text{R}^{8a}$  is selected from the group consisting of: hydrogen, alkyl, cycloalkyl and cycloalkylalkyl;

each  $\text{R}^9$  is independently selected from the group consisting of:

- a)  $-\text{R}^{13}$  [ , ] ;
- b) halogen,
- c)  $-\text{CF}_3$ ,
- d)  $-\text{COR}^{13}$ ,
- e)  $-\text{OR}^{13}$ ,
- f)  $-\text{NR}^{13}\text{R}^{14}$ ,
- g)  $-\text{NO}_2$ ,

- h)  $\text{—CN}$ ;  
i)  $\text{—SO}_2\text{R}^{13}$ ;  
j)  $\text{—SO}_2\text{NR}^{13}\text{R}^{14}$ ;  
k)  $\text{—NR}^{13}\text{COR}^{14}$ ;  
l)  $\text{—CONR}^{13}\text{R}^{14}$ ;  
m)  $\text{—NR}^{13}\text{CO}_2\text{R}^{14}$ ;  
n)  $\text{—CO}_2\text{R}^{13}$ ;  
o)



- p)  $\text{—alkyl}$  substituted with one or more  $\text{—OH}$  groups;  
q)  $\text{—alkyl}$  substituted with one or more  $\text{—NR}^{13}\text{R}^{14}$  group, and  
r)  $\text{—N(R}^{13})\text{SO}_2\text{R}^{14}$ ;

each  $\text{R}^{10}$  and  $\text{R}^{11}$  is independently selected from the group consisting of  $\text{R}^{13}$ , hydrogen, alkyl (e.g.,  $\text{C}_1$  to  $\text{C}_6$ , such as methyl), halogen,  $\text{—CF}_3$ ,  $\text{—OCF}_3$ ,  $\text{—NR}^{13}\text{R}^{14}$ ,  $\text{—NR}^{13}\text{C(O)NR}^{13}\text{R}^{14}$ ,  $\text{—OH}$ ,  $\text{—C(O)OR}^{13}$ ,  $\text{—SH}$ ,  $\text{—SO}_2\text{NR}^{13}\text{R}^{14}$ ,  $\text{—SO}_2\text{R}^{13}$ ,  $\text{—NHC(O)R}^{13}$ ,  $\text{—NHSO}_2\text{NR}^{13}\text{R}^{14}$ ,  $\text{—NHSO}_2\text{R}^{13}$ ,  $\text{—C(O)NR}^{13}\text{R}^{14}$ ,  $\text{—C(O)NR}^{13}\text{OR}^{14}$ ,  $\text{—OC(O)R}^{13}$  and cyano;

$\text{R}^{12}$  is selected from the group consisting of: hydrogen,  $\text{—C(O)OR}^{13}$ , unsubstituted or substituted aryl, unsubstituted or substituted heteroaryl, unsubstituted or substituted arylalkyl, unsubstituted or substituted cycloalkyl, unsubstituted or substituted alkyl, unsubstituted or substituted cycloalkylalkyl, and unsubstituted or substituted heteroarylalkyl group; wherein there are 1 to 6 substituents on the substituted  $\text{R}^{12}$ -groups and each substituent is independently selected from the group consisting of:  $\text{R}^9$ -groups;

each  $\text{R}^{13}$  and  $\text{R}^{14}$  is independently selected from the group consisting of: H [,] and unsubstituted or substituted alkyl, unsubstituted or substituted aryl, unsubstituted or substituted heteroaryl, unsubstituted or substituted arylalkyl, unsubstituted or substituted heteroarylalkyl, unsubstituted or substituted cycloalkyl, unsubstituted or substituted cycloalkylalkyl, unsubstituted or substituted heterocyclic, unsubstituted or substituted fluoroalkyl, and unsubstituted or substituted heterocycloalkylalkyl (wherein “heterocycloalkyl” means heterocyclic); wherein there are 1 to 6 substituents on said substituted  $\text{R}^{13}$  and  $\text{R}^{14}$ -groups and each substituent is

~~independently selected from the group consisting of: alkyl, CF<sub>3</sub>, OH, alkoxy, aryl, arylalkyl, fluoroalkyl, cycloalkyl, cycloalkylalkyl, heteroaryl, heteroarylalkyl, N(R<sup>40</sup>)<sub>2</sub>, C(O)OR<sup>15</sup>, C(O)NR<sup>15</sup>R<sup>16</sup>, S(O)<sub>t</sub>NR<sup>15</sup>R<sup>16</sup>, C(O)R<sup>15</sup>, SO<sub>2</sub>R<sup>15</sup> provided that R<sup>15</sup> is not H, halogen, and NHC(O)NR<sup>15</sup>R<sup>16</sup> ; or~~

~~R<sup>13</sup> and R<sup>14</sup> taken together with the nitrogen they are attached to in the groups -C(O)NR<sup>13</sup>R<sup>14</sup> and -SO<sub>2</sub>NR<sup>13</sup>R<sup>14</sup> form an unsubstituted or substituted saturated heterocyclic ring, said ring optionally containing one additional heteroatom selected from the group consisting of: O, S and NR<sup>18</sup>; wherein there are 1 to 3 substituents on the substituted cyclized R<sup>13</sup> and R<sup>14</sup> groups and each substituent is independently selected from the group consisting of: alkyl, aryl, hydroxy, hydroxyalkyl, alkoxy, alkoxyalkyl, arylalkyl, fluoroalkyl, cycloalkyl, cycloalkylalkyl, heteroaryl, heteroarylalkyl, amino, C(O)OR<sup>15</sup>, C(O)NR<sup>15</sup>R<sup>16</sup>, SO<sub>t</sub>NR<sup>15</sup>R<sup>16</sup>, C(O)R<sup>15</sup>, SO<sub>2</sub>R<sup>15</sup> provided that R<sup>15</sup> is not H, NHC(O)NR<sup>15</sup>R<sup>16</sup>, NHC(O)OR<sup>15</sup>, halogen, and a heterocycloalkenyl group;~~

~~each R<sup>15</sup> and R<sup>16</sup> is independently selected from the group consisting of: H, alkyl, aryl, arylalkyl, cycloalkyl and heteroaryl;~~

~~R<sup>17</sup> is selected from the group consisting of: -SO<sub>2</sub>alkyl, -SO<sub>2</sub>aryl, -SO<sub>2</sub>cycloalkyl, and -SO<sub>2</sub>heteroaryl;~~

~~R<sup>18</sup> is selected from the group consisting of: H, alkyl, aryl, heteroaryl, C(O)R<sup>19</sup>, -SO<sub>2</sub>R<sup>19</sup> and C(O)NR<sup>19</sup>R<sup>20</sup>;~~

~~each R<sup>19</sup> and R<sup>20</sup> is independently selected from the group consisting of: alkyl, aryl and heteroaryl;~~

~~R<sup>30</sup> is selected from the group consisting of: alkyl, cycloalkyl, -CN, -NO<sub>2</sub>, or -SO<sub>2</sub>R<sup>15</sup> provided that R<sup>15</sup> is not H; and~~

~~each R<sup>21</sup> is independently selected from the group consisting of: unsubstituted alkyl, unsubstituted or substituted aryl, unsubstituted or substituted heteroaryl and unsubstituted or substituted cycloalkyl; wherein there are 1 to 6 substituents on said substituted R<sup>21</sup> groups and each substituent is independently selected from the group consisting of: alkyl, halogen and CF<sub>3</sub>;~~

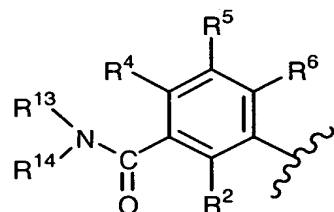
~~each R<sup>40</sup> is independently selected from the group consisting of: H, alkyl and cycloalkyl; and~~

~~t is 0, 1 or 2.~~

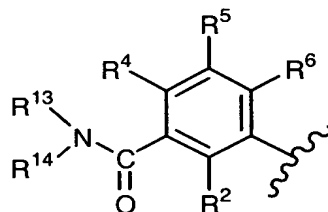
2. Canceled (without prejudice).

3. Canceled (without prejudice).

4. (Original) The compound of Claim 1 wherein B is:

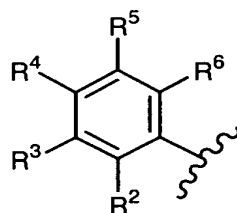


5. (Original) The compound of Claim 1 wherein B is:

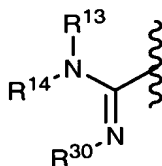
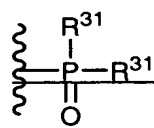


$R^2$  is  $-OH$ , and  $R^{13}$  and  $R^{14}$  are each the same or different alkyl group.

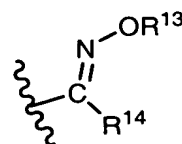
6. (Currently amended) The compound of Claim 1 wherein B is



$R^3$  is selected from the group consisting of:

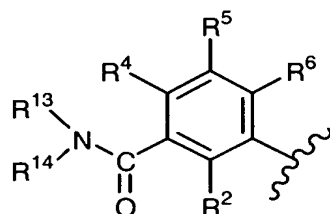


and



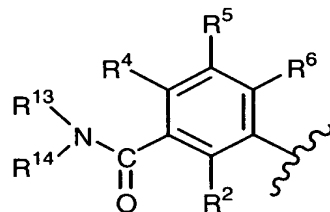


7. (Original) The compound of Claim 1 wherein B is:



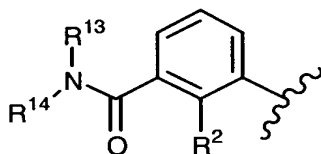
and  $R^2$  is  $-OH$ .

8. (Original) The compound of Claim 1 wherein B is



$R^{13}$  and  $R^{14}$  are each the same or different alkyl group.

9. (Original) The compound of Claim 1 wherein B is



10. (Original) The compound of Claim 9 wherein  $R^2$  is  $-OH$ .

11. The compound of Claim 9 wherein  $R^{13}$  and  $R^{14}$  are the same or different alkyl group.

12. (Original) The compound of Claim 11 wherein the  $R^2$  substituent is  $-OH$ .

13. (Original) The compound of Claim 11 wherein  $R^{13}$  and  $R^{14}$  methyl.

14. (Original) The compound of Claim 13 wherein the R<sup>2</sup> substituent is -OH.
15. Canceled (without prejudice).
16. Canceled (without prejudice).
17. Canceled (without prejudice).
18. Canceled (without prejudice).
19. Canceled (without prejudice).
20. Canceled (without prejudice).
21. Canceled (without prejudice).
22. Canceled (without prejudice).
23. Canceled (without prejudice).
24. Canceled (without prejudice).
25. Canceled (without prejudice).

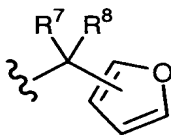
26. Canceled (without prejudice).

27. Canceled (without prejudice).

28. Canceled (without prejudice).

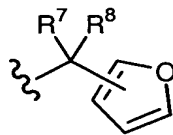
29. Canceled (without prejudice).

30. (Original) The compound of Claim 1 wherein A is



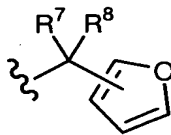
wherein the furan ring is unsubstituted or substituted.

31. (Original) The compound of Claim 1 wherein A is



wherein the furan ring is substituted.

32. (Original) The compound of Claim 1 wherein A is



wherein the furan ring is substituted with at least one alkyl group.

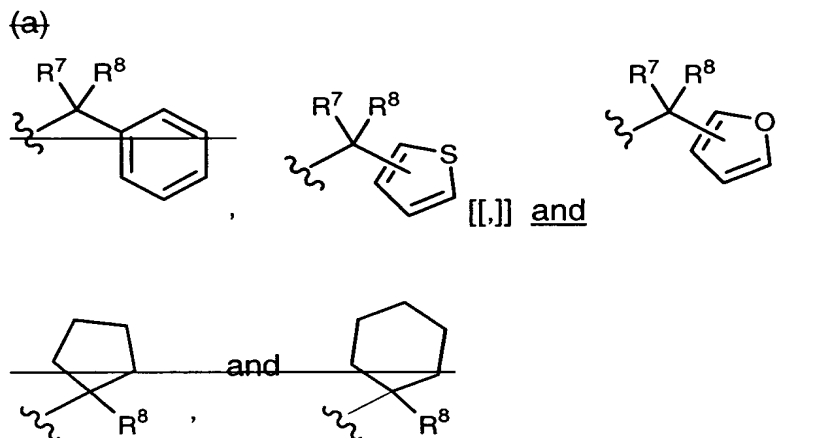
33. (Original) The compound of Claim 30 wherein  $R^7$  and  $R^8$  are independently selected from the group consisting of: H and alkyl.

34. (Original) The compound of Claim 33 wherein  $R^7$  is H, and  $R^8$  is alkyl.

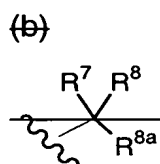
35. (Original) The compound of Claim 32 wherein  $R^7$  and  $R^8$  are independently selected from the group consisting of: H and alkyl.

36. (Original) The compound of Claim 35 wherein  $R^7$  is H, and  $R^8$  is alkyl.

37. (Currently Amended) The compound of Claim 1 wherein A is selected from the group consisting of:

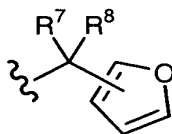


wherein the above rings are unsubstituted, or the above rings are substituted with 1 to 3 substituents independently selected from the group consisting of: H, ~~F~~, ~~Cl~~, ~~Br~~, alkyl, cycloalkyl, and ~~CF<sub>3</sub>~~;  $R^7$  is selected from the group consisting of: H, ~~CF<sub>3</sub>~~, ~~CF<sub>2</sub>CH<sub>3</sub>~~, methyl, ethyl, isopropyl, cyclopropyl and t-butyl; and  $R^8$  is H ; and



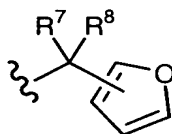
wherein  $R^7$  is selected from the group consisting of: H,  $CF_3$ ,  $CF_2CH_3$ , methyl, ethyl, isopropyl, cyclopropyl and t-butyl; and  $R^8$  is H; and  $R^{8a}$  is as defined for formula IA.

38. (Original) The compound of Claim 4 wherein A is



wherein the furan ring is unsubstituted or substituted.

39. (Original) The compound of Claim 4 wherein A is

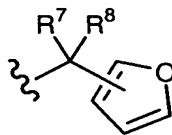


wherein the furan ring is substituted with at least one alkyl group.

40. (Original) The compound of Claim 39 wherein  $R^7$  and  $R^8$  are independently selected from the group consisting of: H and alkyl.

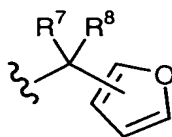
41. (Original) The compound of Claim 40 wherein  $R^7$  is H and  $R^8$  is alkyl.

42. (Original) The compound of Claim 5 wherein A is



wherein the furan ring is unsubstituted or substituted.

43. (Original) The compound of Claim 42 wherein A is

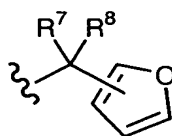


wherein the furan ring is substituted with at least one alkyl group.

44. The compound of Claim 43 wherein R<sup>7</sup> and R<sup>8</sup> are independently selected from the group consisting of: H and alkyl.

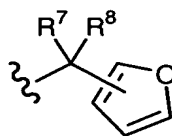
45. (Original) The compound of Claim 44 wherein R<sup>7</sup> is H and R<sup>8</sup> is alkyl.

46. (Original) The compound of Claim 9 wherein A is



wherein the furan ring is unsubstituted or substituted.

47. (Original) The compound of Claim 9 wherein A is

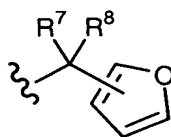


wherein the furan ring is substituted with at least one alkyl group.

48. (Original) The compound of Claim 47 wherein R<sup>7</sup> and R<sup>8</sup> are independently selected from the group consisting of: H and alkyl.

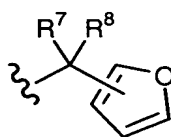
49. (Original) The compound of Claim 48 wherein R<sup>7</sup> is H and R<sup>8</sup> is alkyl.

50. (Original) The compound of Claim 10 wherein A is



wherein the furan ring is unsubstituted or substituted.

51. The compound of Claim 10 wherein A is

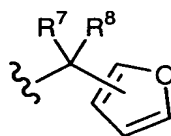


wherein the furan ring is substituted with at least one alkyl group.

52. (Original) The compound of Claim 51 wherein R<sup>7</sup> and R<sup>8</sup> are independently selected from the group consisting of: H and alkyl.

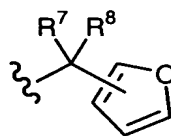
53. (Original) The compound of Claim 52 wherein R<sup>7</sup> is H and R<sup>8</sup> is alkyl.

54. (Original) The compound of Claim 12 wherein A is



wherein the furan ring is unsubstituted or substituted.

55. (Original) The compound of Claim 12 wherein A is



wherein the furan ring is substituted with at least one alkyl group.

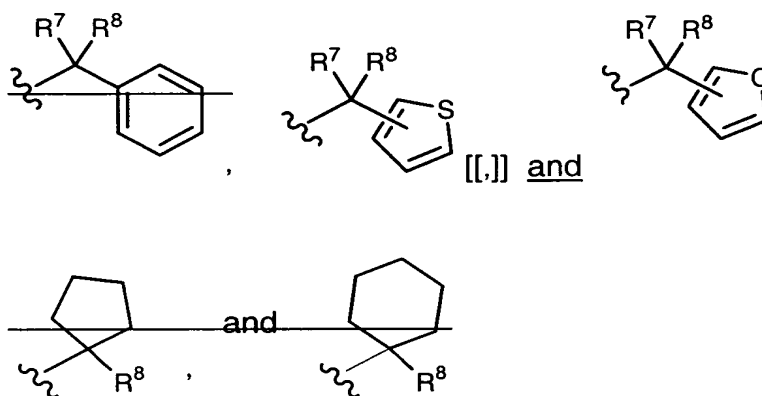
56. (Original) The compound of Claim 55 wherein  $R^7$  and  $R^8$  are independently selected from the group consisting of: H and alkyl.

57. (Original) The compound of Claim 56 wherein  $R^7$  is H and  $R^8$  is alkyl.

58. The compound of Claim 1 wherein:

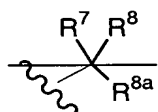
(1) A is selected from the group consisting of:

(a)



wherein the above rings are unsubstituted, or the above rings are substituted with 1 to 3 substituents independently selected from the group consisting of: F, Cl, Br, alkyl, cycloalkyl, and  $CF_3$ ;  $R^7$  is selected from the group consisting of: H,  $-CF_3$ ,  $-CF_2CH_3$ , methyl, ethyl, isopropyl, cyclopropyl and t-butyl; and  $R^8$  is H; and

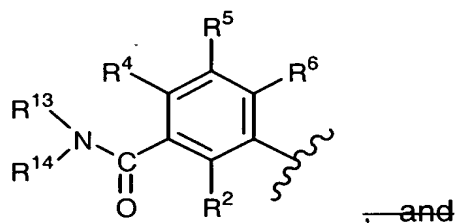
(b)



wherein  $R^7$  is selected from the group consisting of: H,  $CF_3$ ,  $CF_2CH_3$ , methyl, ethyl, isopropyl, cyclopropyl and t-butyl; and  $R^8$  is H; and  $R^{8a}$  is as defined for formula IA;



(2) B is:



wherein:

$R^2$  is selected from the group consisting of: H, OH,  $\text{-NHC(O)R}^{13}$  and  $\text{-NHSO}_2\text{R}^{13}$ ;

$R^4$  is selected from the group consisting of: H,  $\text{-NO}_2$ , cyano,  $\text{-CH}_3$  or  $\text{-CF}_3$ ;

$R^5$  is selected from the group consisting of: H,  $\text{-CF}_3$ ,  $\text{-NO}_2$ , halogen and cyano; and

$R^6$  is selected from the group consisting of: H, alkyl and  $\text{-CF}_3$ ; and

each  $R^{13}$  and  $R^{14}$  is independently selected from the group consisting of: methyl and ethyl.

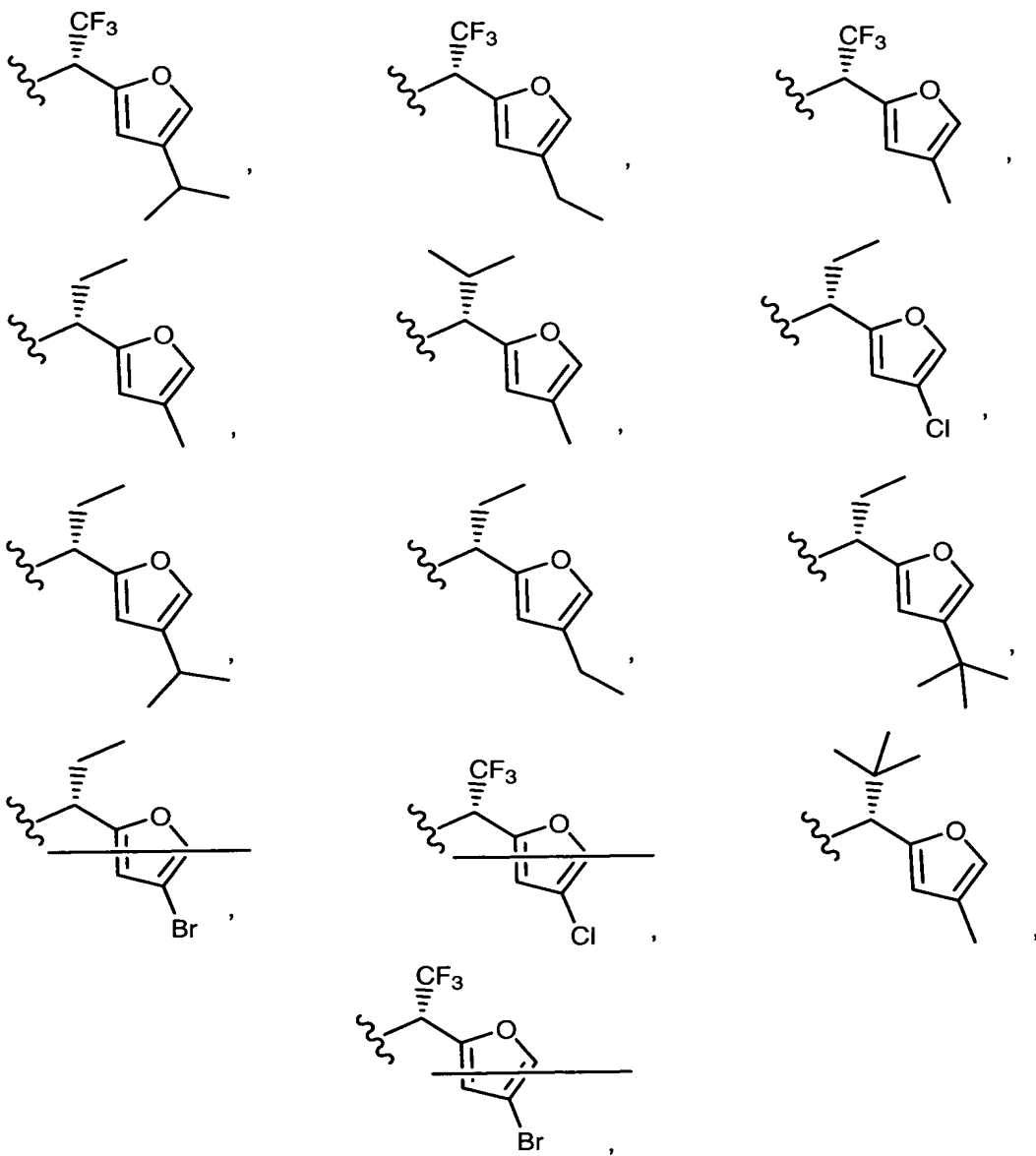
59. Canceled (without prejudice).

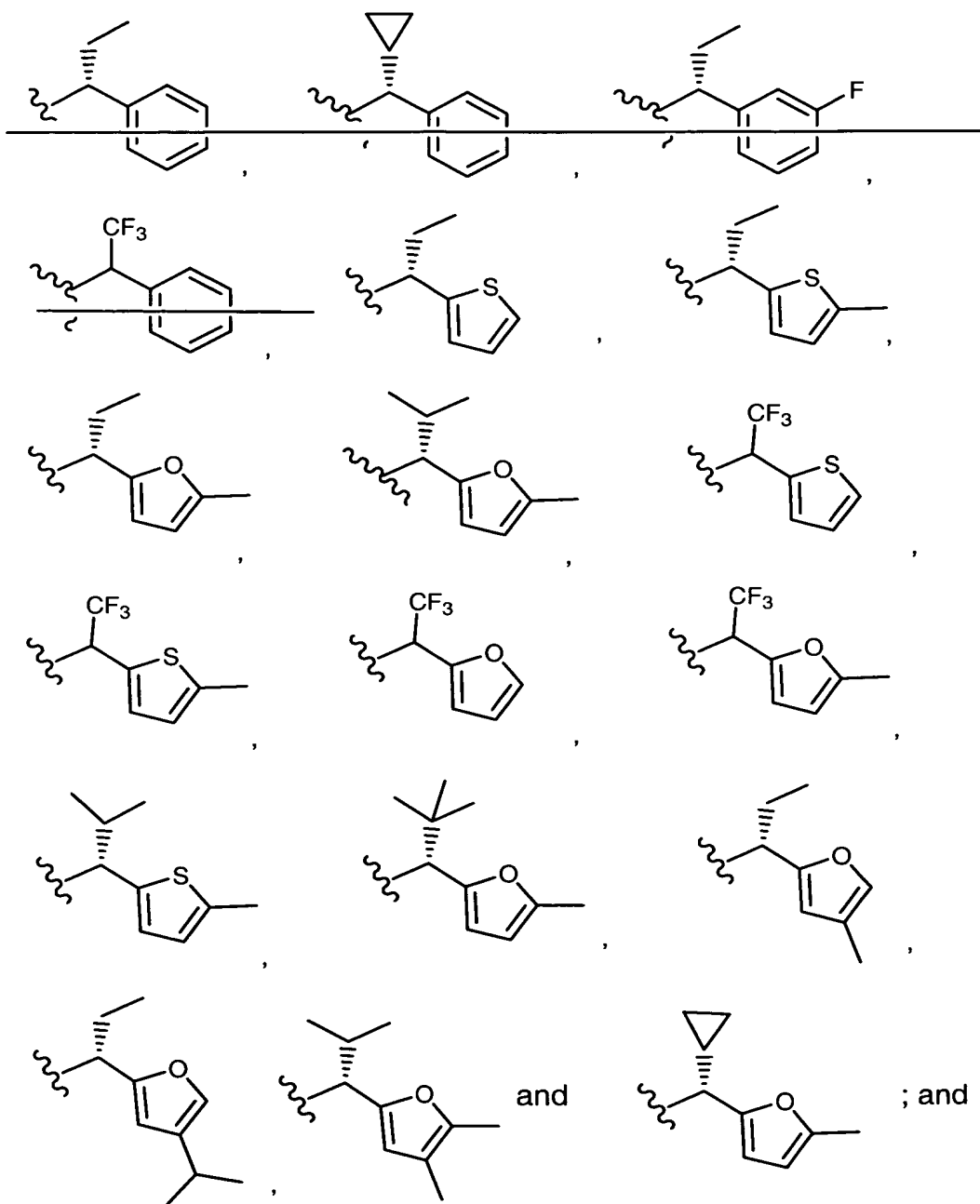
60. Canceled (without prejudice).

61. Canceled (without prejudice).

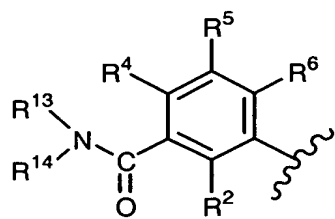
62. (Currently Amended) The compound of Claim 1 wherein

(1) A is selected from the group consisting of:





(2) B is:



wherein:

R<sup>2</sup> is -OH;

R<sup>4</sup> is selected from the group consisting of: H, -CH<sub>3</sub> and -CF<sub>3</sub>;

R<sup>5</sup> is selected from the group consisting of: H and cyano;

R<sup>6</sup> is selected from the group consisting of: H, -CH<sub>3</sub> and -CF<sub>3</sub>;

R<sup>13</sup> and R<sup>14</sup> are methyl.

63. Canceled (without prejudice).

64. Canceled (without prejudice).

65. Canceled (without prejudice).

66. The compound of Claim 1 wherein said compound is a calcium salt.

67. The compound of Claim 1 wherein said compound is a sodium salt.

68. Canceled (without prejudice).

69. Canceled (without prejudice).

70. Canceled (without prejudice).

71. Canceled (without prejudice).

72. (Currently Amended) The compound of Claim 74 161 wherein said compound is a calcium or sodium salt.

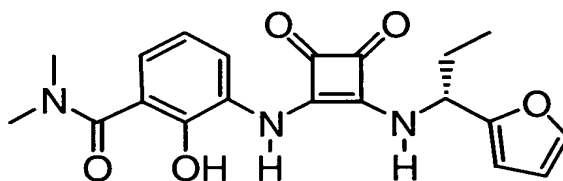
73. Canceled (without prejudice).

74. Canceled (without prejudice).

75. Canceled (without prejudice).

76. Canceled (without prejudice).

77. (Original) The compound of Claim 1 wherein said compound is:



or a pharmaceutically acceptable salt or solvate thereof.

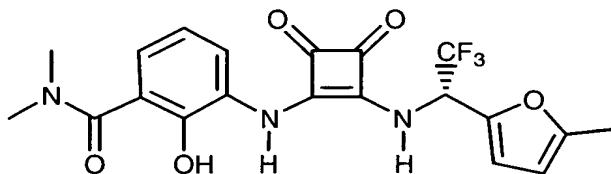
78. Canceled (without prejudice).

79. Canceled (without prejudice).

80. Canceled (without prejudice).

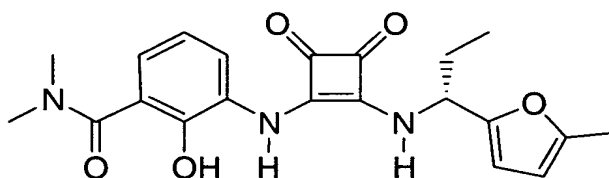
81. Canceled (without prejudice).

82. (Original) The compound of Claim 1 wherein said compound is:



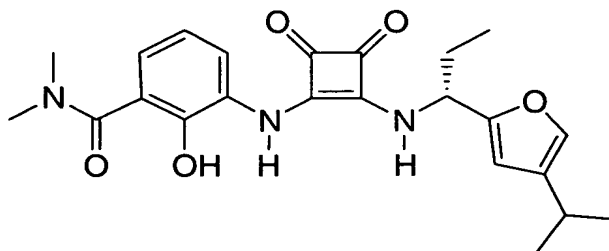
or a pharmaceutically acceptable salt or solvate thereof.

83. (Currently Amended) ~~The compound of Claim 1 wherein said compound~~  
is A compound of the formula :



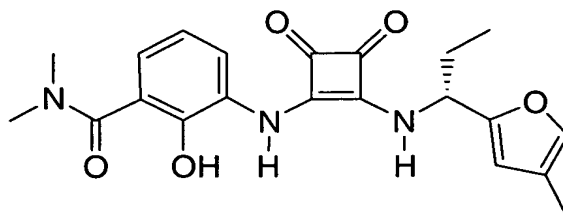
or a pharmaceutically acceptable salt or solvate thereof.

84. (Original) The compound of Claim 1 wherein said compound is:



or a pharmaceutically acceptable salt or solvate thereof.

85. (Original) The compound of Claim 1 wherein said compound is:

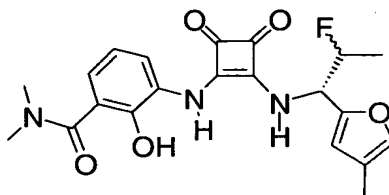


or a pharmaceutically acceptable salt or solvate thereof.

86. Canceled (without prejudice).

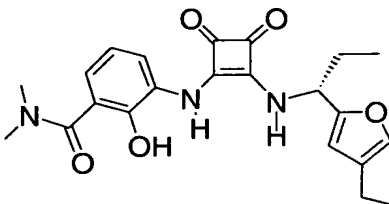
87. Canceled (without prejudice).

88. (Original) The compound of Claim 1 wherein said compound is:



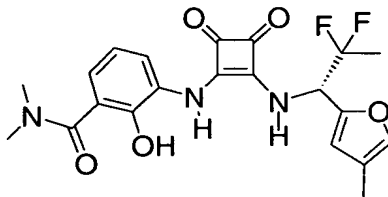
or a pharmaceutically acceptable salt or solvate thereof.

89. (Original) The compound of Claim 1 wherein said compound is:



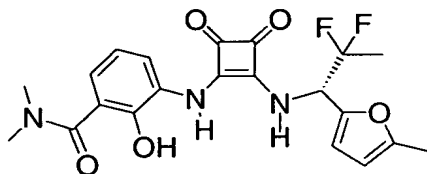
or a pharmaceutically acceptable salt or solvate thereof.

90. (Original) The compound of Claim 1 wherein said compound is:



or a pharmaceutically acceptable salt or solvate thereof.

91. (Original) The compound of Claim 1 wherein said compound is:



or a pharmaceutically acceptable salt or solvate thereof.

93. Canceled (without prejudice).

94. Canceled (without prejudice).

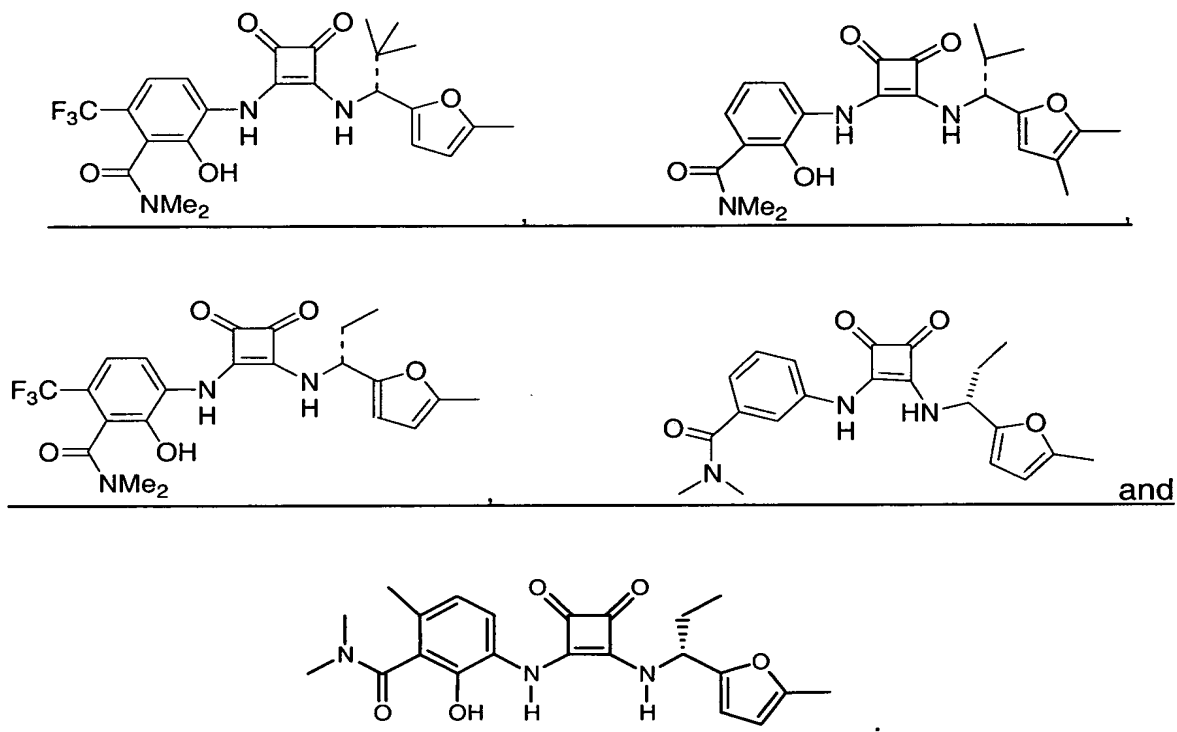
95. Canceled (without prejudice).

96. Canceled (without prejudice) .

97. (Currently Amended) The compound of Claim ~~96~~ 178 wherein said compound is a calcium or sodium salt ~~of a final compound of Examples 1 to 2088.~~



98. (Currently Amended) The compound of Claim 1 selected from the group consisting of ~~the final compounds of Examples 2006, 2010, 2015, 2029, 2034, 2035, 2038, 2039, 2047, 2050, 2074, 2079 and 2087~~



99. (Currently Amended) The compound of Claim 98 wherein said compound is a calcium or sodium salt of ~~a final compound of Examples 2006, 2010, 2015, 2029, 2034, 2035, 2038, 2039, 2047, 2050, 2074, 2079 and 2087~~.

100. (Original) The compound of Claim 83 wherein said compound is a calcium or sodium salt.

101. (Original) The compound of Claim 84 wherein said compound is a calcium or sodium salt.

102. (Original) The compound of Claim 85 wherein said compound is a calcium or sodium salt.

103. (Original) A pharmaceutical composition comprising an effective amount of a compound of Claim 1 in combination with a pharmaceutically acceptable carrier.

104. (Original) A method of treating a chemokine-mediated disease, in a patient in need of such treatment, wherein the chemokine binds to a CXCR2 and/or CXCR1 receptor in said patient, comprising administering to said patient an effective amount of at least one compound of Claim 1.

105. (Original) A method of treating a chemokine-mediated disease, in a patient in need of such treatment, wherein the chemokine binds to a CXC receptor in said patient, comprising administering to said patient an effective amount of at least one compound of Claim 1.

106. (Original) The method of Claim 104 wherein the chemokine mediated disease is selected from the group consisting of: acute inflammatory pain, chronic inflammatory pain, acute neuropathic pain, chronic neuropathic pain, acute inflammation, rheumatoid arthritis, psoriasis, atopic dermatitis, asthma, COPD, adult respiratory disease, arthritis, inflammatory bowel disease, Crohn's disease, ulcerative colitis, septic shock, endotoxic shock, gram negative sepsis, toxic shock syndrome, stroke, cardiac and renal reperfusion injury, glomerulonephritis, thrombosis, Alzheimer's disease, graft vs. host reaction, allograft rejections, malaria, acute respiratory distress syndrome, delayed type hypersensitivity reaction, atherosclerosis, cerebral and cardiac ischemia, osteoarthritis, multiple sclerosis, restinosis, angiogenesis, osteoporosis, gingivitis, respiratory viruses, herpes viruses, hepatitis viruses, HIV, Kaposi's sarcoma associated virus, meningitis, cystic fibrosis, pre-term labor, cough, pruritis, multi-organ dysfunction, trauma, strains, sprains, contusions, psoriatic arthritis, herpes, encephalitis, CNS vasculitis, traumatic brain injury, CNS

tumors, subarachnoid hemorrhage, post surgical trauma, interstitial pneumonitis, hypersensitivity, crystal induced arthritis, acute and chronic pancreatitis, acute alcoholic hepatitis, necrotizing enterocolitis, chronic sinusitis, angiogenic ocular disease, ocular inflammation, retinopathy of prematurity, diabetic retinopathy, macular degeneration with the wet type preferred and corneal neovascularization, polymyositis, vasculitis, acne, gastric and duodenal ulcers, celiac disease, esophagitis, glossitis, airflow obstruction, airway hyperresponsiveness, bronchiectasis, bronchiolitis, bronchiolitis obliterans, chronic bronchitis, cor pulmonae, cough, dyspnea, emphysema, hypercapnea, hyperinflation, hypoxemia, hyperoxia-induced inflammations, hypoxia, surgical lung volume reduction, pulmonary fibrosis, pulmonary hypertension, right ventricular hypertrophy, peritonitis associated with continuous ambulatory peritoneal dialysis (CAPD), granulocytic ehrlichiosis, sarcoidosis, small airway disease, ventilation-perfusion mismatching, wheeze, colds, gout, alcoholic liver disease, lupus, burn therapy, periodontitis, transplant reperfusion injury and early transplantation rejection, and chronic inflammation.

107. (Original) A method of treating cancer in a patient in need of such treatment comprising administering to said patient an effective amount of at least one compound of Claim 1.

108. (Original) A method of treating cancer in a patient in need of such treatment comprising administering to said patient an effective amount of at least one compound of Claim 1 in combination with the administration of at least one anticancer agent.

109. (Original) The method of Claim 108 wherein said anticancer agent is selected from the group consisting of: alkylating agents, antimetabolites, natural products and their derivatives, hormones, anti-hormones, anti-angiogenic agents and steroids, and synthetics.

110. (Original) A method of inhibiting angiogenesis in a patient in need of such treatment comprising administering to said patient an effective amount of at least one compound of Claim 1.

111. (Original) A method of inhibiting angiogenesis in a patient in need of such treatment comprising administering to said patient an effective amount of at least one compound of Claim 1 in combination with the administration an effective amount of at least one anti-angiogenesis compound.

112. (Original) A method of treating a disease selected from the group consisting of: gingivitis, respiratory viruses, herpes viruses, hepatitis viruses, HIV, kaposi's sarcoma associated virus and atherosclerosis, in a patient in need of such treatment, comprising administering to said patient an effective amount of at least one compound of Claim 1.

113. (Original) The method of Claim 112 wherein the chemokine mediated disease is an angiogenic ocular disease.

114. (Original) The method of Claim 113 wherein said angiogenic ocular disease is selected from the group consisting of: ocular inflammation, retinopathy of prematurity, diabetic retinopathy, macular degeneration with the wet type preferred and corneal neovascularization.

115. (Original) The method of Claim 107 wherein the cancer treated is melanoma, gastric carcinoma, or non-small cell lung carcinoma.

116. (Original) The method of Claim 108 wherein the cancer treated is melanoma, gastric carcinoma, or non-small cell lung carcinoma.

117. (Original) The method of Claim 109, wherein the cancer treated is melanoma, gastric carcinoma, or non-small cell lung carcinoma.

118. (Original) The method of Claim 106 wherein said disease is COPD.

119. (Original) The method of Claim 106 wherein said disease is acute inflammation.

120. (Original) The method of Claim 106 wherein said disease is rheumatoid arthritis.

121. (Original) The method of Claim 106 wherein said disease is acute inflammatory pain.

122. (Original) The method of Claim 106 wherein said disease is chronic inflammatory pain.

123. (Original) The method of Claim 106 wherein said disease is acute neuropathic pain.

124. (Original) The method of Claim 106 wherein said disease is chronic neuropathic pain.

125. Canceled (without prejudice).

126. Canceled (without prejudice).

127. Canceled (without prejudice).

128. Canceled (without prejudice).

129. Canceled (without prejudice).

130. Canceled (without prejudice).

131. Canceled (without prejudice).

132. Canceled (without prejudice).

133. Canceled (without prejudice).

134. Canceled (without prejudice).

135. Canceled (without prejudice).

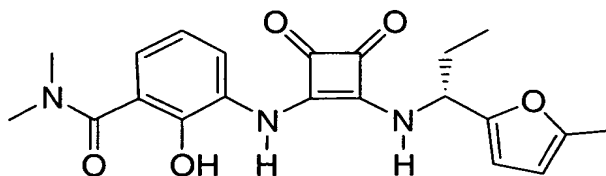
136. Canceled (without prejudice).

137. Canceled (without prejudice).

138. (Original) The method of Claim 106 wherein said disease is chronic inflammation.

139. Canceled (without prejudice).

140. (Original) The method of Claim 106 wherein said compound is:



141. (Original) The method of Claim 140 wherein said disease is selected from the group consisting of: COPD, rheumatoid arthritis, acute inflammation, chronic inflammation, acute inflammatory pain, chronic inflammatory pain, acute neuropathic pain, and chronic neuropathic pain.

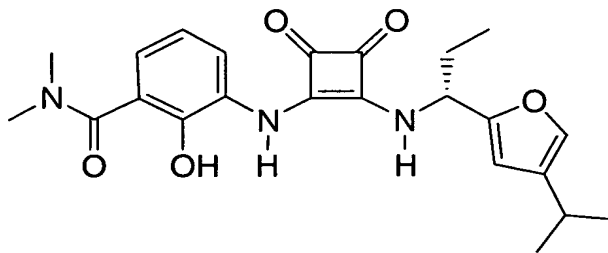
142. (Original) The method of Claim 141 wherein said disease is COPD.

143. (Original) The method of Claim 141 wherein said disease is rheumatoid arthritis.

144. (Original) The method of Claim 141 wherein said disease is acute inflammation or chronic inflammation.

145. (Original) The method of Claim 141 wherein said disease is selected from the group consisting of: acute inflammatory pain, chronic inflammatory pain, acute neuropathic pain and chronic neuropathic pain.

146. (Original) The method of Claim 106 wherein said compound is:



147. (Original) The method of Claim 146 wherein said disease is selected from the group consisting of: COPD, rheumatoid arthritis, acute inflammation, chronic inflammation, acute inflammatory pain, chronic inflammatory pain, acute neuropathic pain, and chronic neuropathic pain.

148. (Original) The method of Claim 146 wherein said disease is COPD.

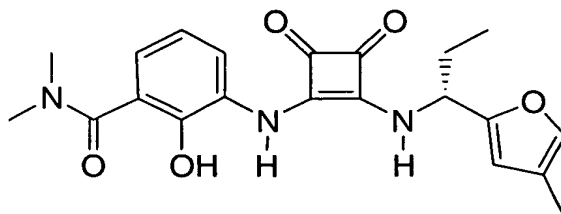
149. (Original) The method of Claim 146 wherein said disease is rheumatoid arthritis.

150. (Original) The method of Claim 146 wherein said disease is acute inflammation or chronic inflammation.

151. (Original)The method of Claim 146 wherein said disease is selected from the group consisting of: acute inflammatory pain, chronic inflammatory pain, acute neuropathic pain and chronic neuropathic pain.



152. (Original) The method of Claim 106 wherein said compound is:



153. (Original) The method of Claim 152 wherein said disease is selected from the group consisting of: COPD, rheumatoid arthritis, acute inflammation, chronic inflammation, acute inflammatory pain, chronic inflammatory pain, acute neuropathic pain, and chronic neuropathic pain.

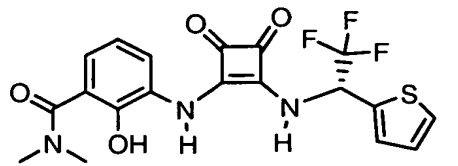
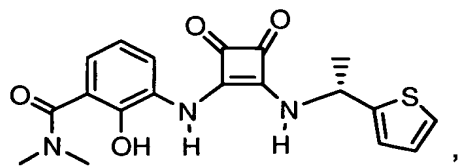
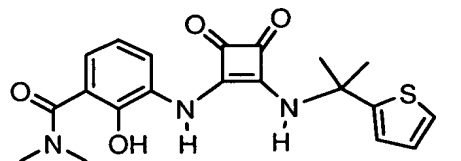
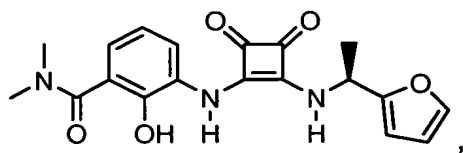
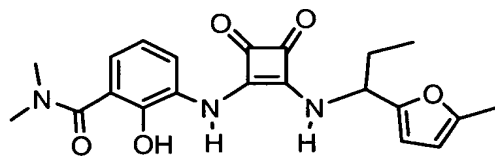
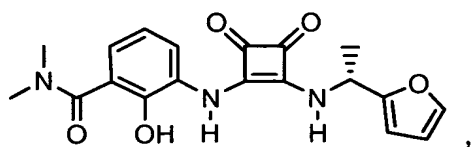
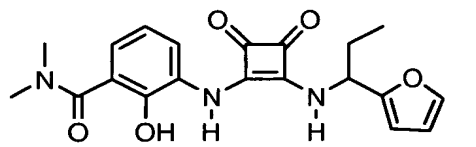
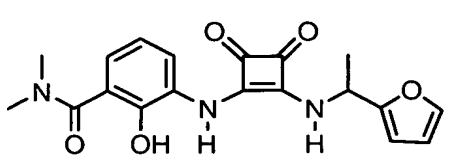
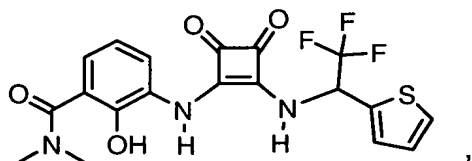
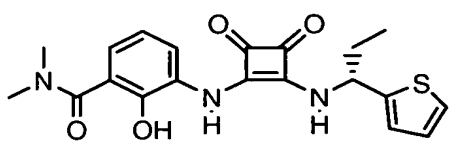
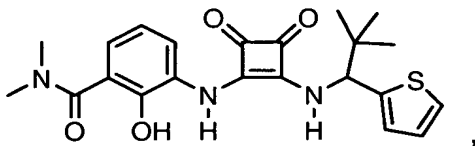
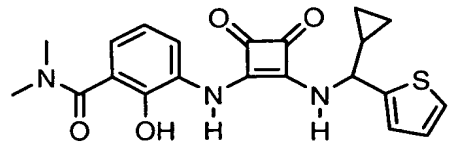
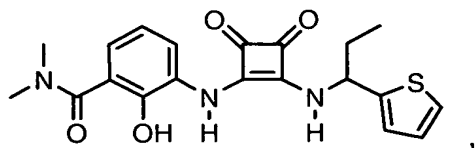
154. (Original) The method of Claim 152 wherein said disease is COPD.

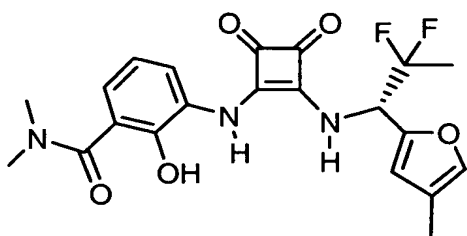
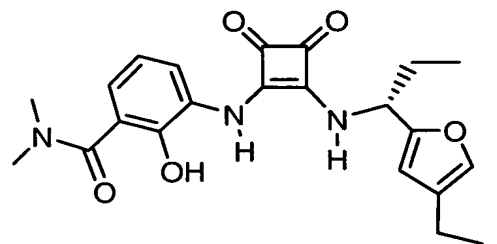
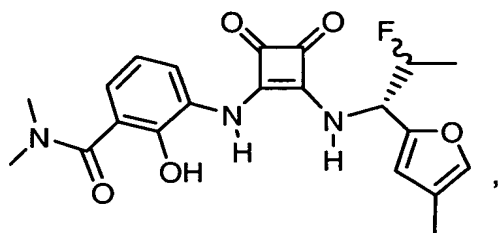
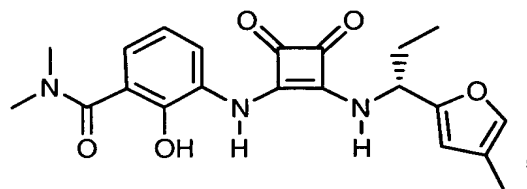
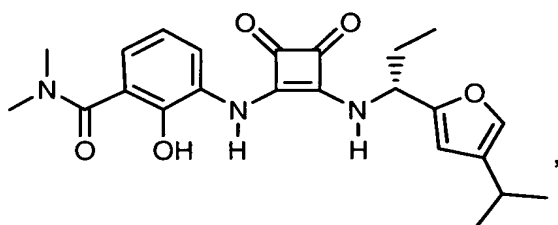
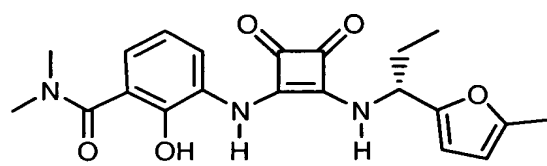
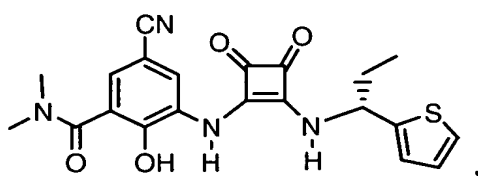
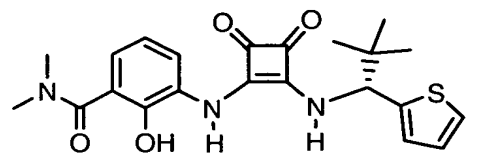
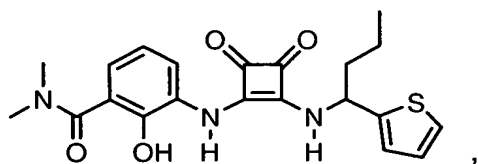
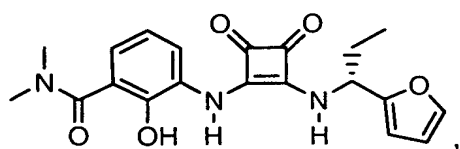
155. (Original) The method of Claim 152 wherein said disease is rheumatoid arthritis.

156. (Original) The method of Claim 152 wherein said disease is acute inflammation or chronic inflammation.

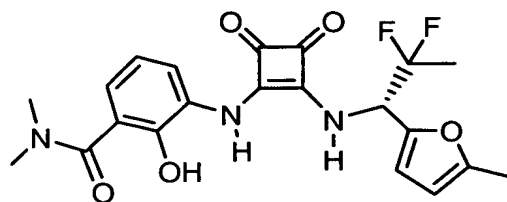
157. (Original) The method of Claim 152 wherein said disease is selected from the group consisting of: acute inflammatory pain, chronic inflammatory pain, acute neuropathic pain and chronic neuropathic pain.

158. (New) The compound of Claim 1 wherein said compound is selected from the group consisting of:

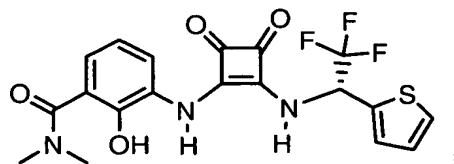
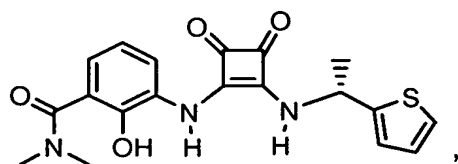
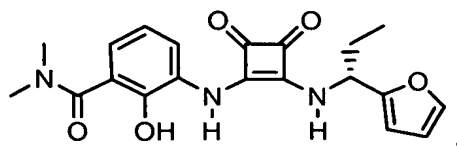
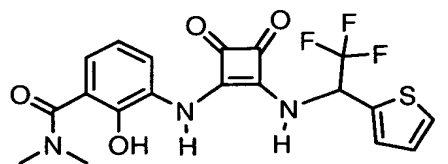
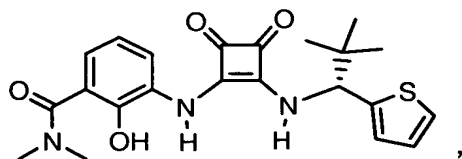
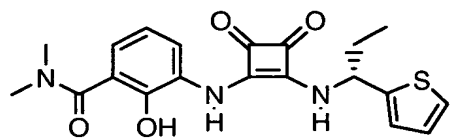
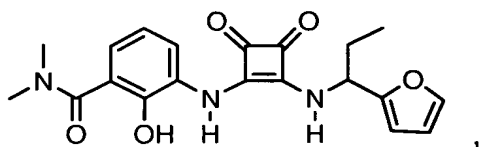
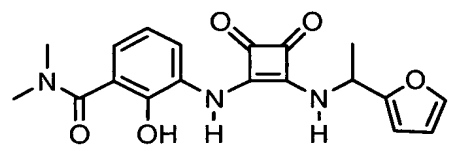
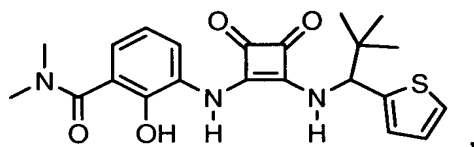
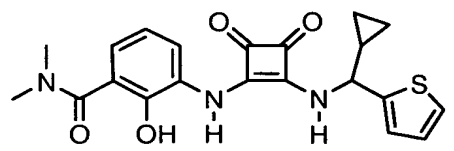
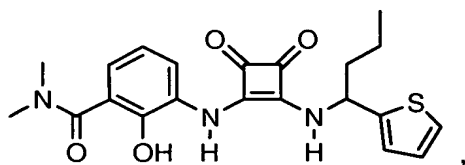
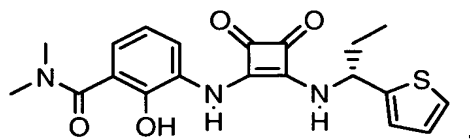


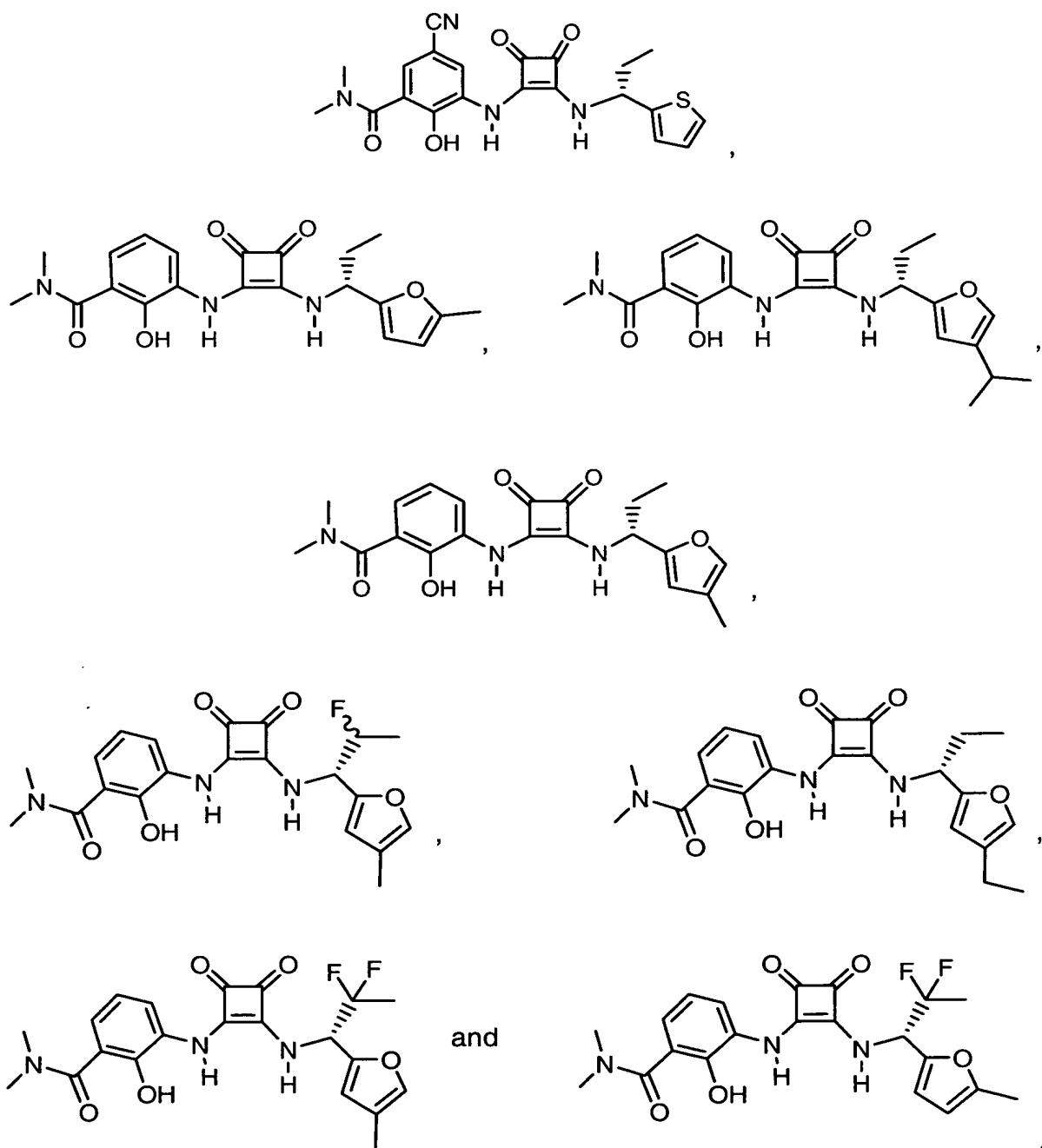


and

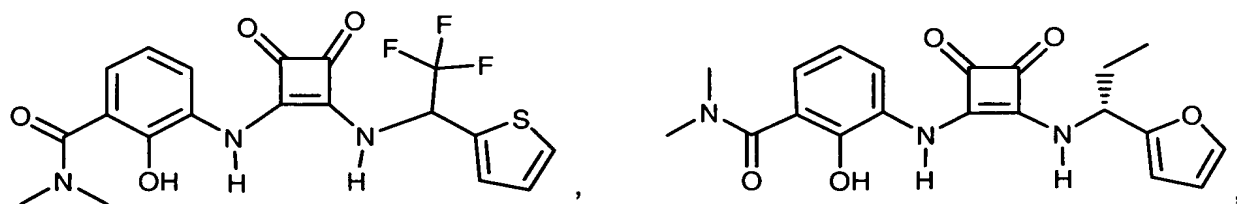


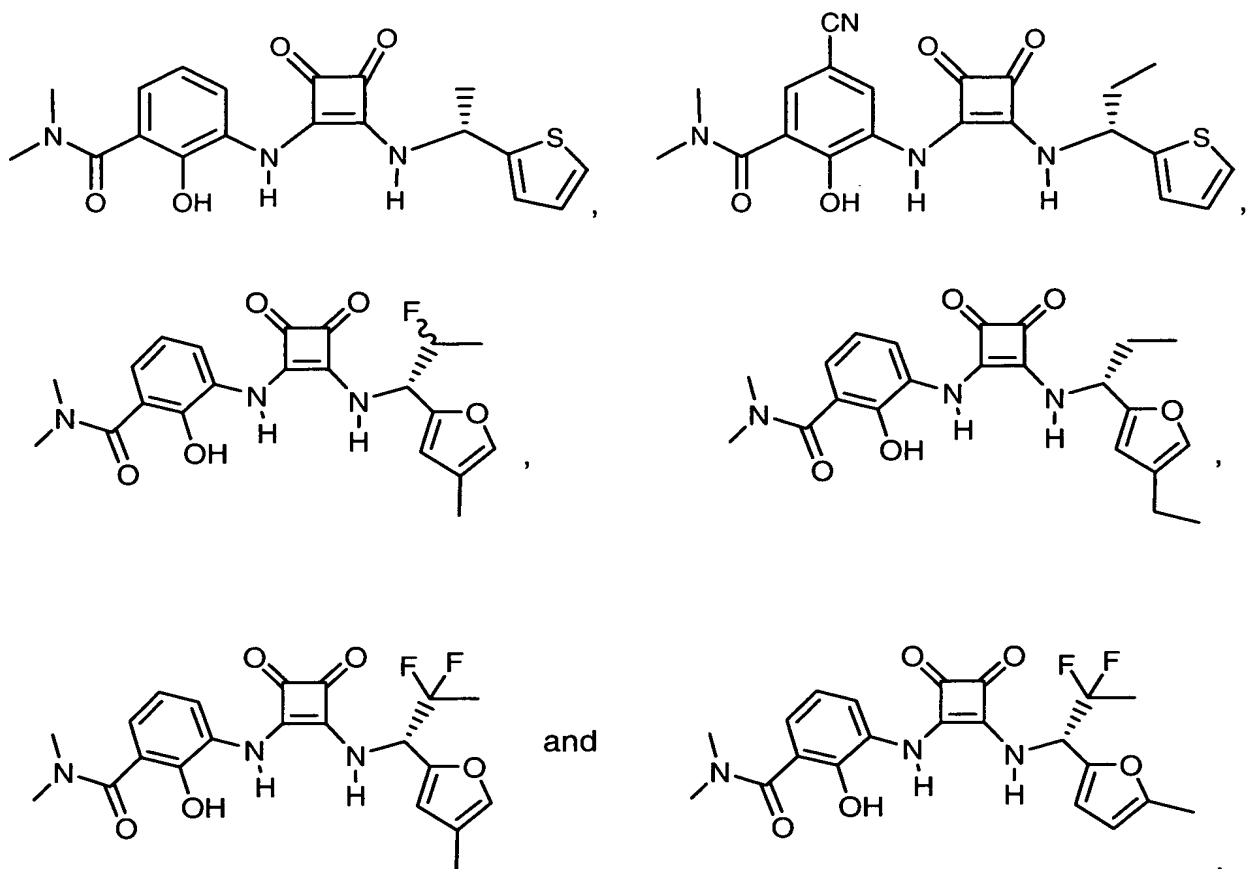
159. (New) The compound of Claim 1 selected from the group consisting of:



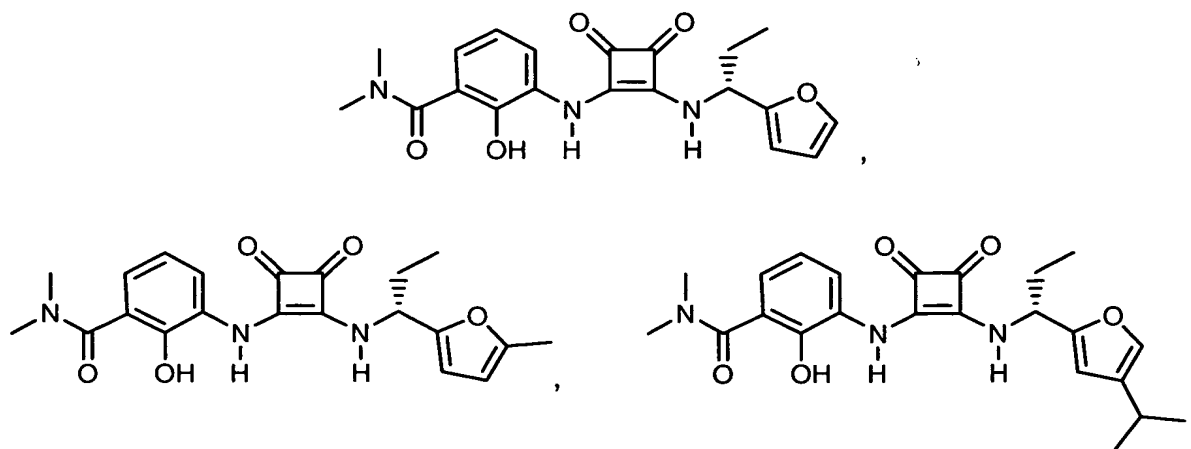


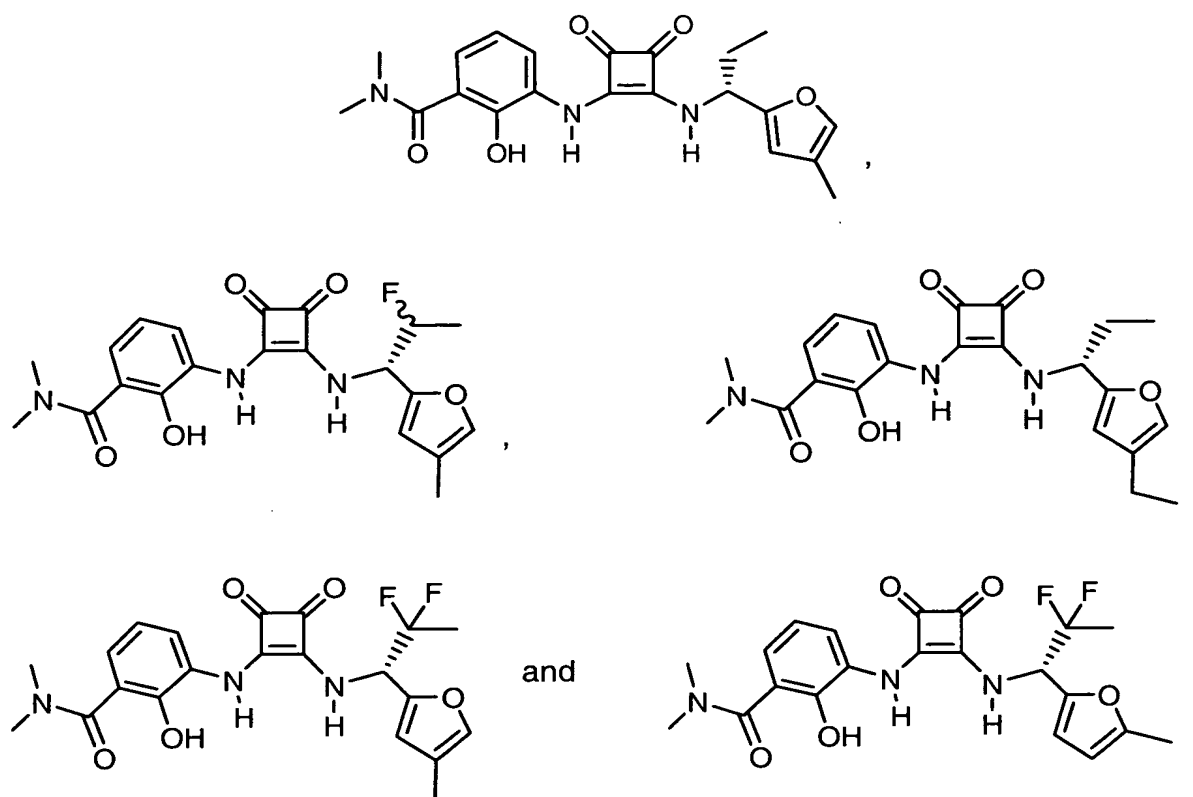
160. (New) The compound of Claim 1 selected from the group consisting of:



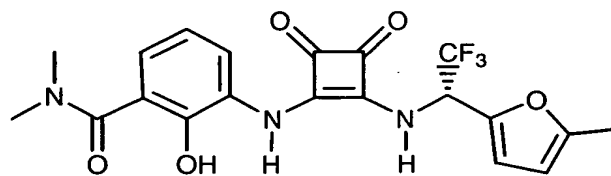


161. (New) The compound of Claim 1 selected from the group consisting of:

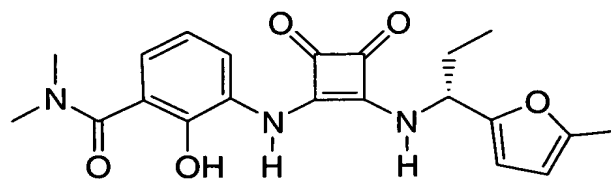




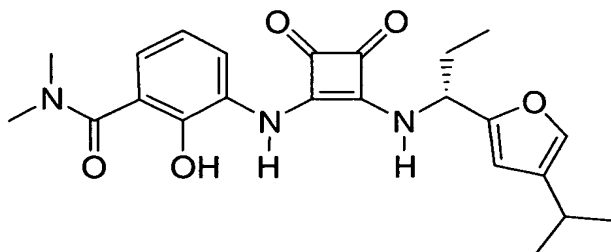
162. (New) The compound of Claim 1 wherein said compound is:



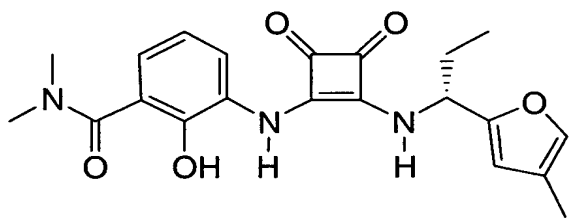
163. (New) A compound having the formula



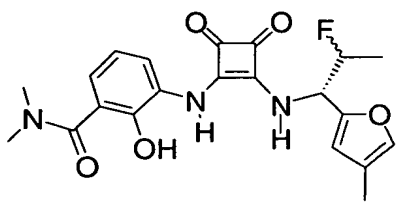
164. (New) The compound of Claim 1 wherein said compound is:



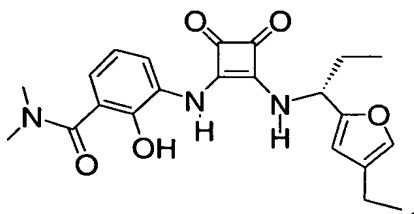
165. (New) The compound of Claim 1 wherein said compound is:



166. (New) The compound of Claim 1 wherein said compound is:

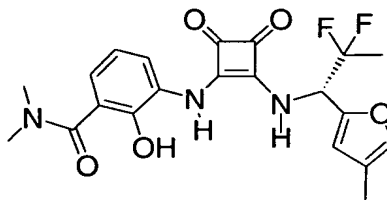


167. (New) The compound of Claim 1 wherein said compound is:

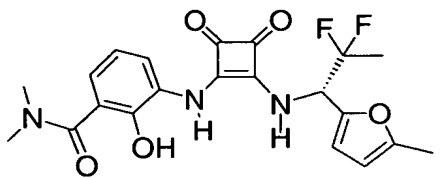




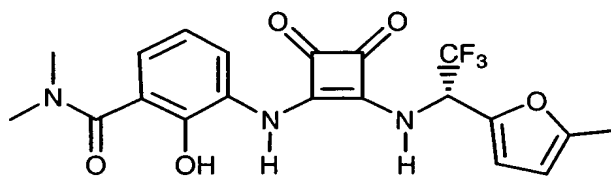
168. (New) The compound of Claim 1 wherein said compound is:



169. (New) The compound of Claim 1 wherein said compound is:

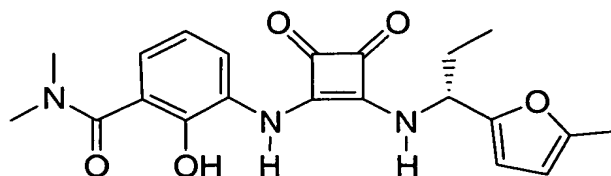


170. (New) The compound of Claim 1 wherein said compound is:



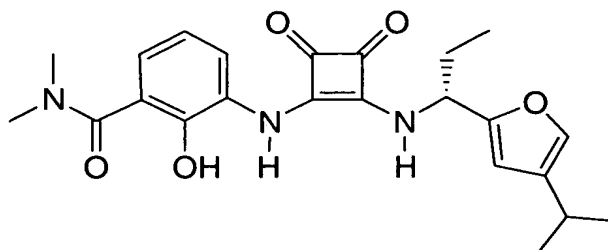
or a pharmaceutically acceptable salt thereof.

171. (New) A compound having the formula



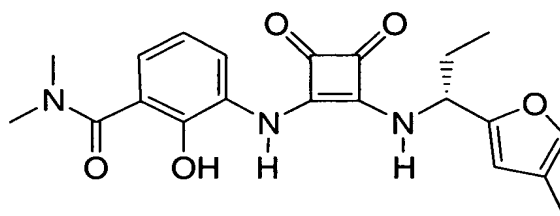
or a pharmaceutically acceptable salt thereof.

172. (New) The compound of Claim 1 wherein said compound is:



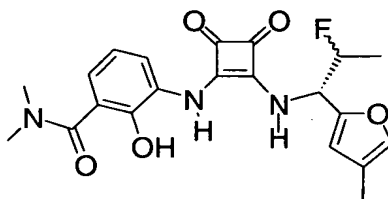
or a pharmaceutically acceptable salt thereof.

173. (New) The compound of Claim 1 wherein said compound is:



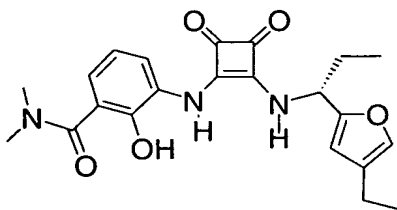
or a pharmaceutically acceptable salt thereof.

174. (New) The compound of Claim 1 wherein said compound is:



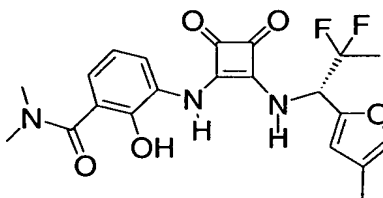
or a pharmaceutically acceptable salt thereof.

175. (New) The compound of Claim 1 wherein said compound is:



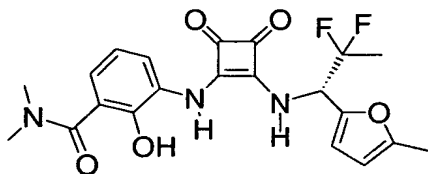
or a pharmaceutically acceptable salt thereof.

176. (New) The compound of Claim 1 wherein said compound is:



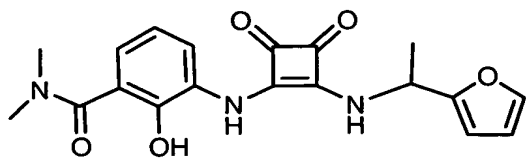
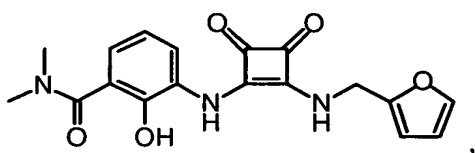
or a pharmaceutically acceptable salt thereof.

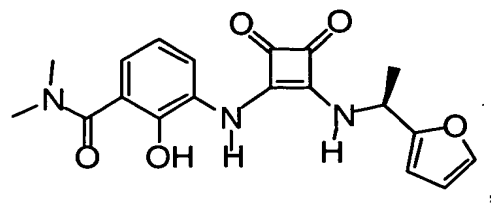
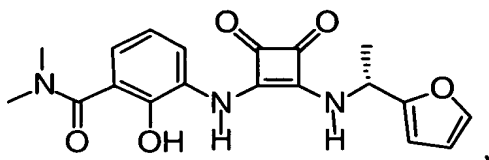
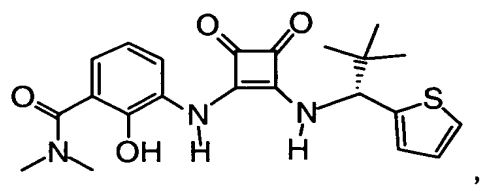
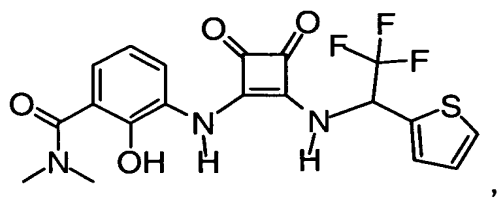
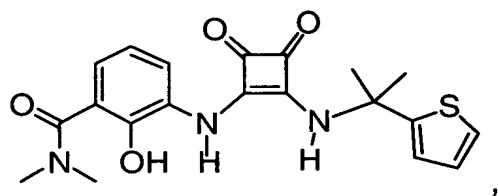
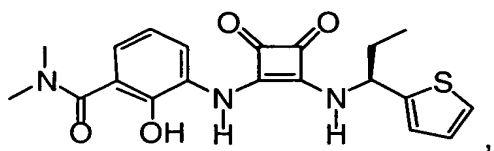
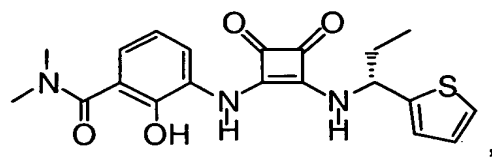
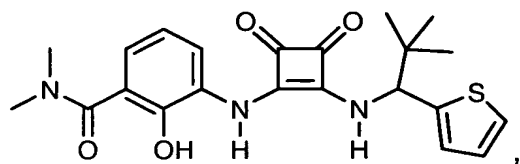
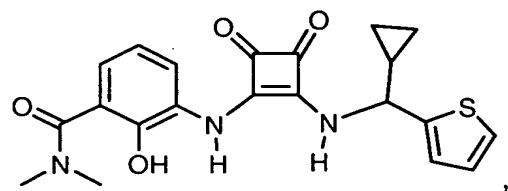
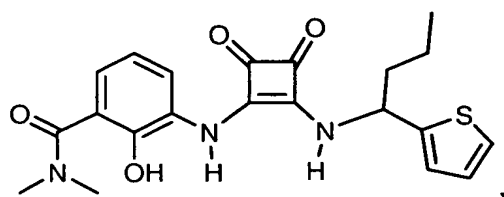
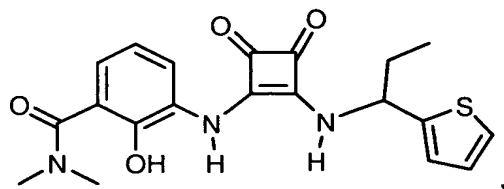
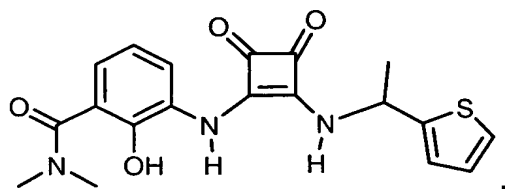
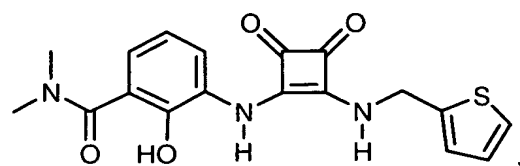
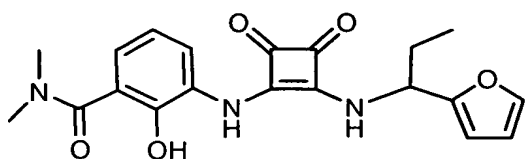
177. (New) The compound of Claim 1 wherein said compound is:

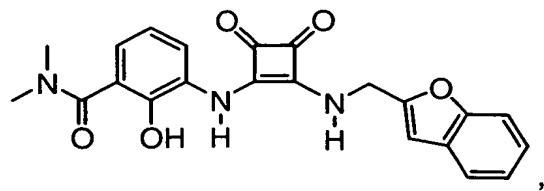
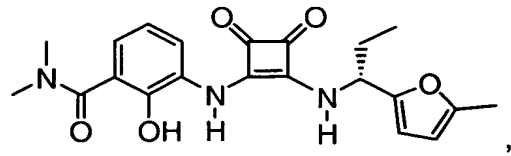
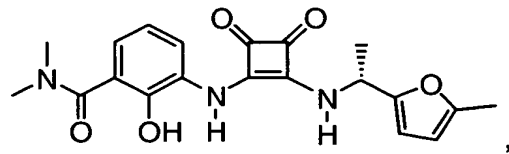
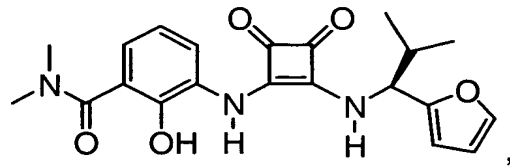
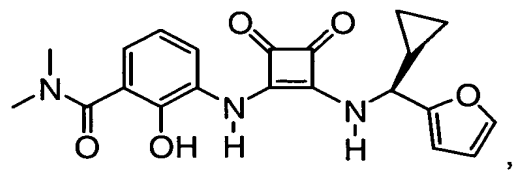
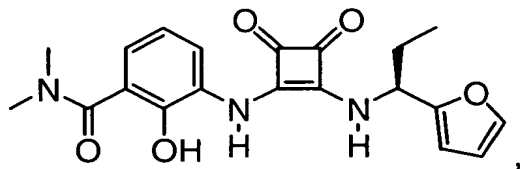
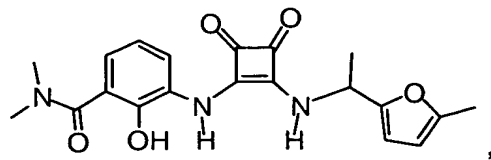


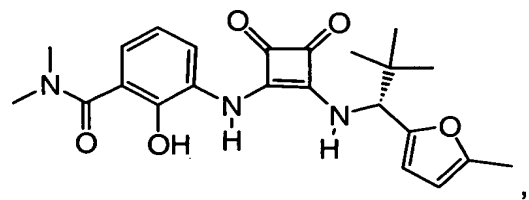
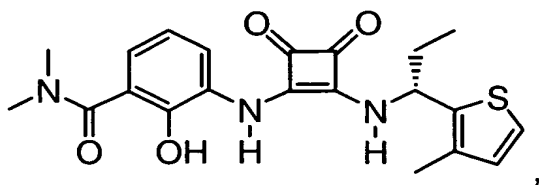
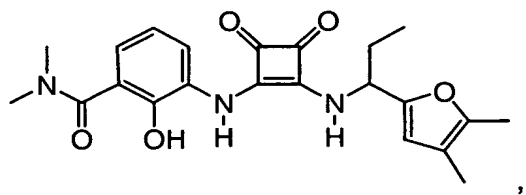
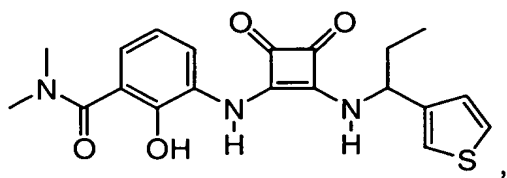
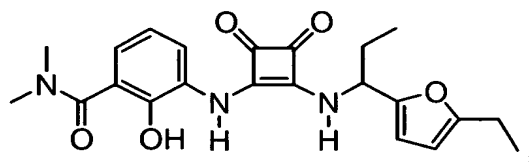
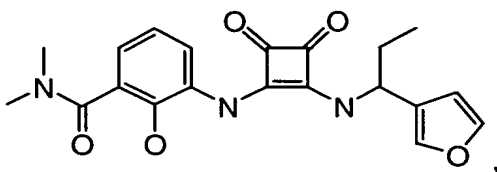
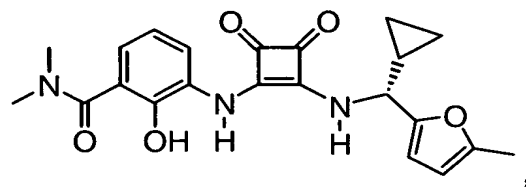
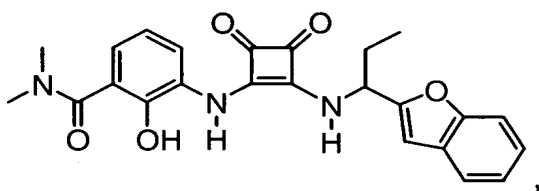
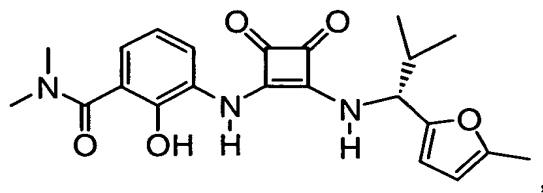
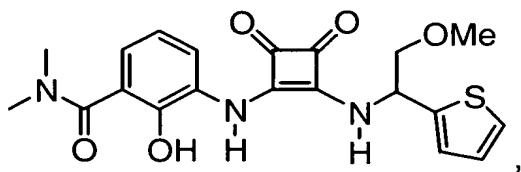
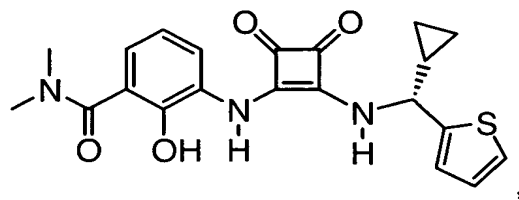
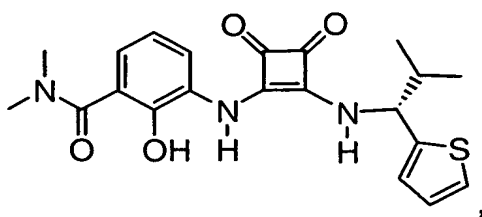
or a pharmaceutically acceptable salt thereof.

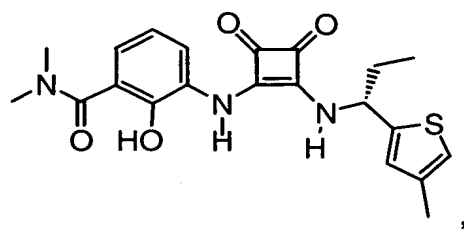
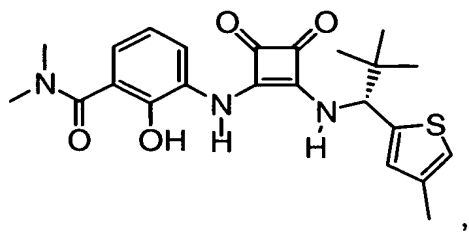
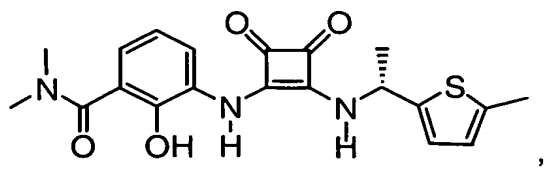
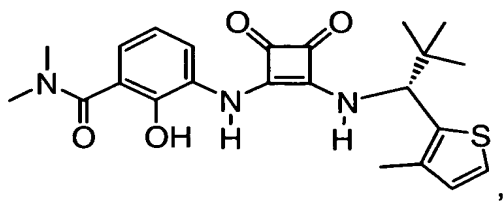
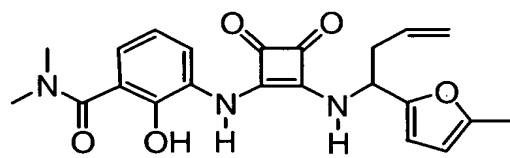
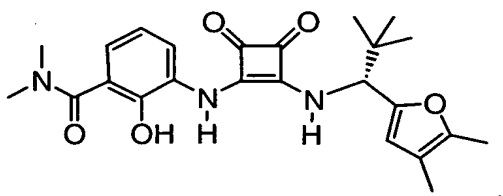
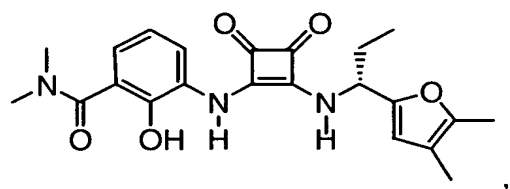
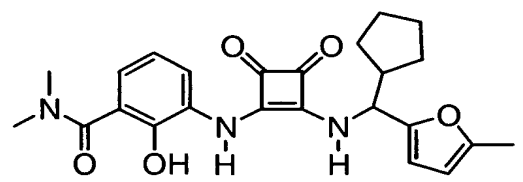
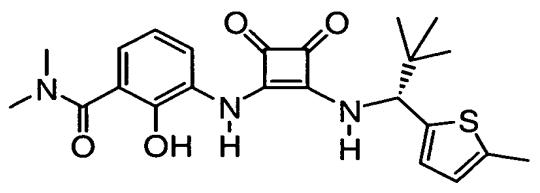
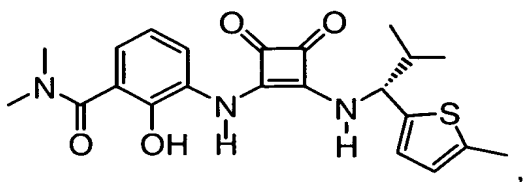
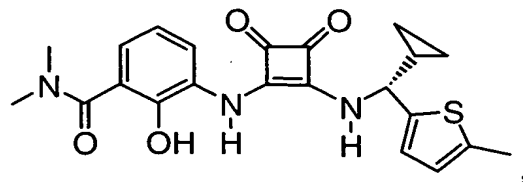
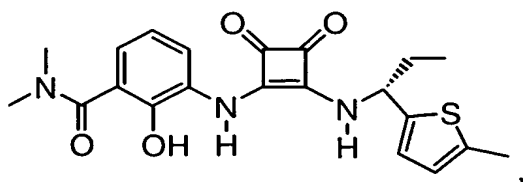
178. (New) The compound of Claim 1 selected from the group consisting of:

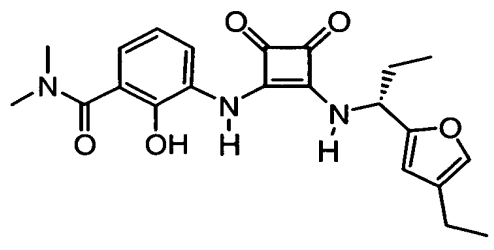
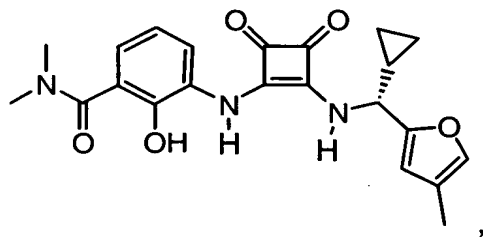
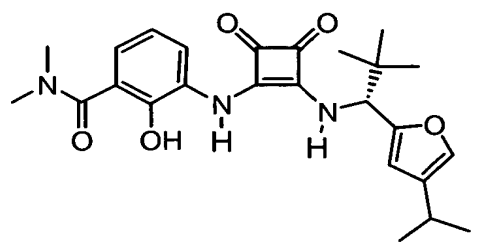
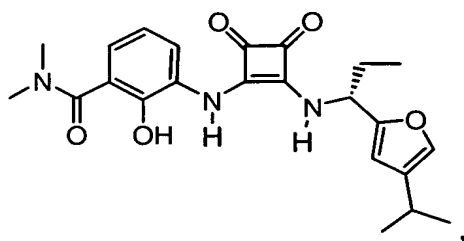
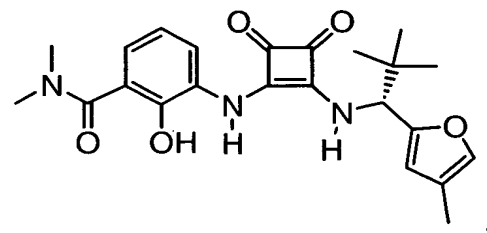
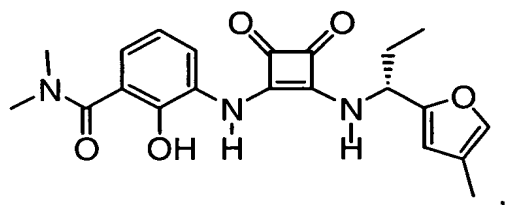
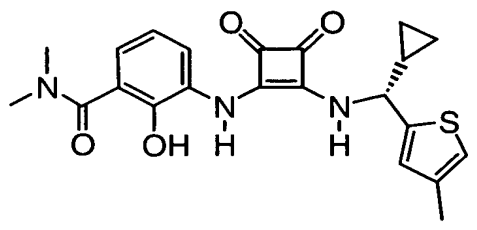
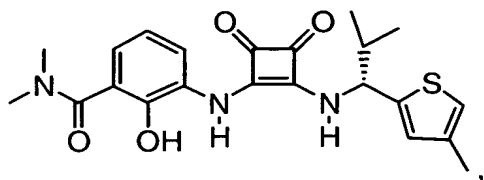
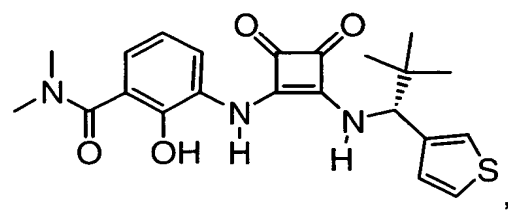
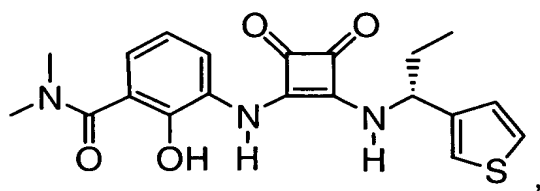




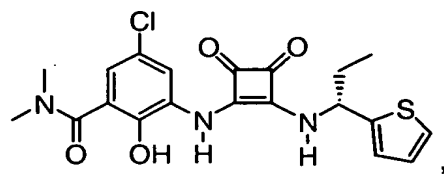
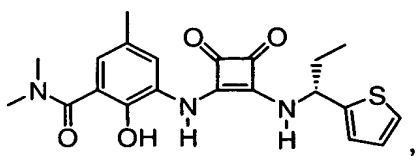
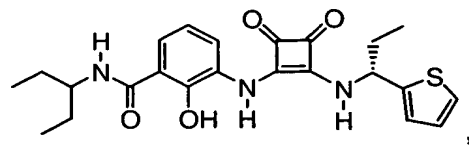
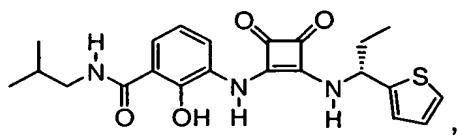
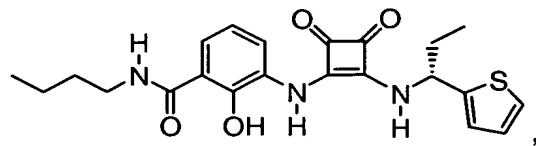
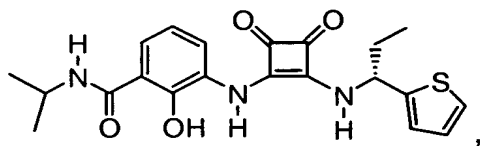
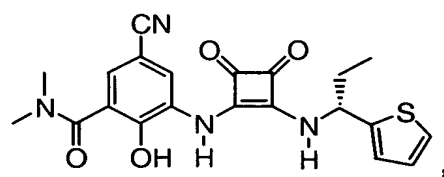
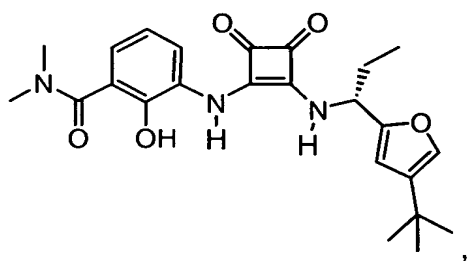
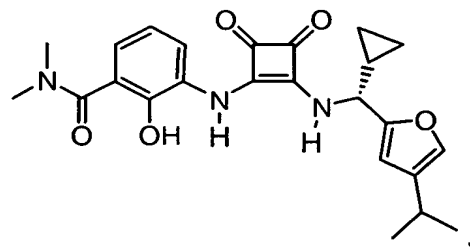
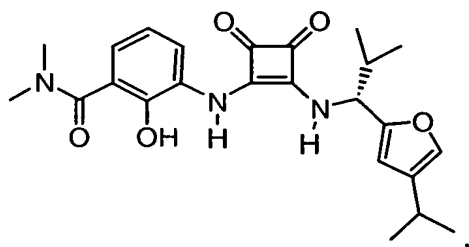
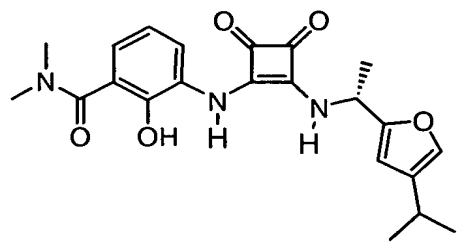
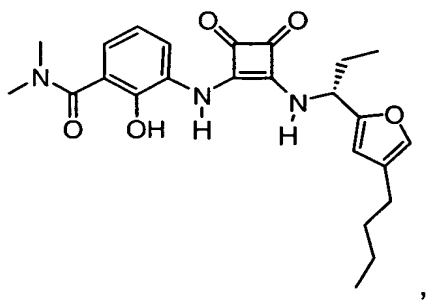


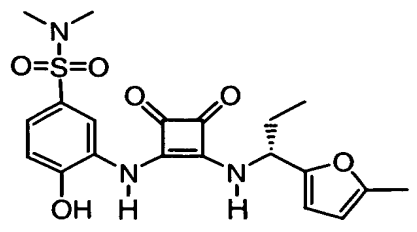
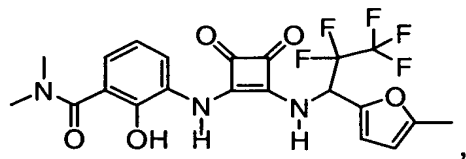
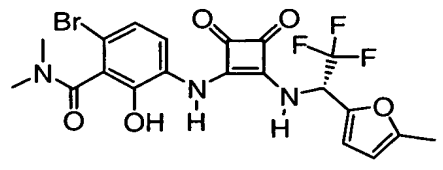
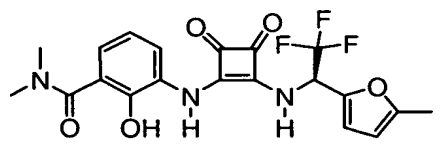
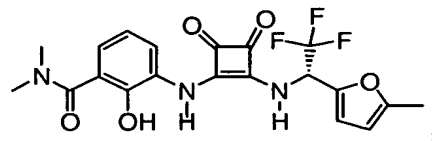
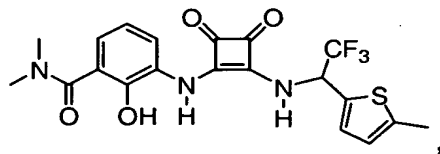
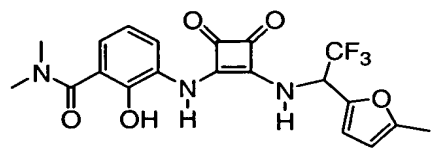
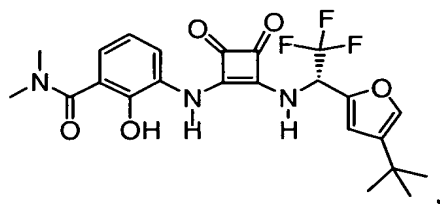
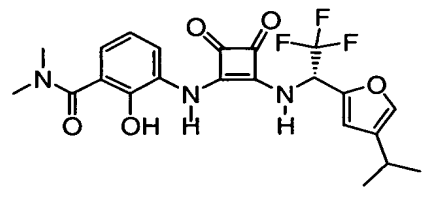
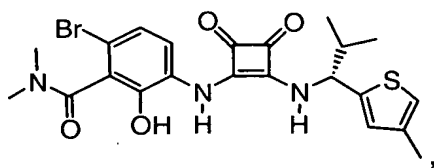
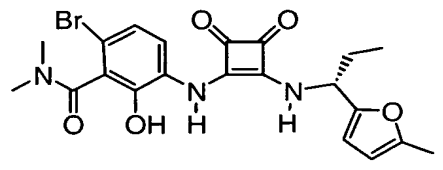
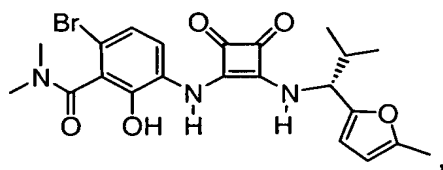
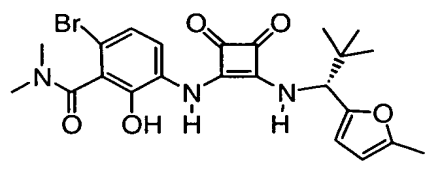
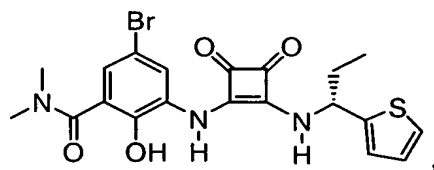


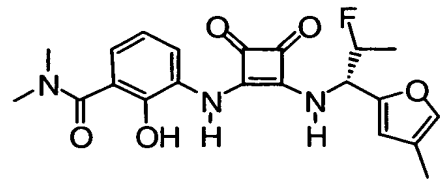
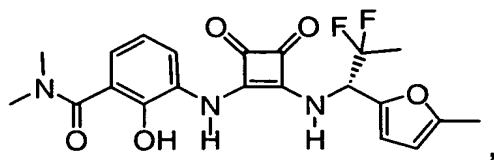
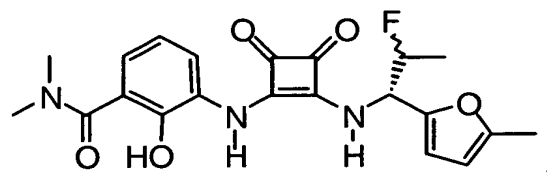
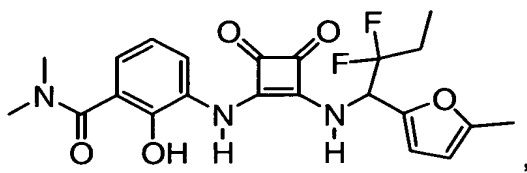
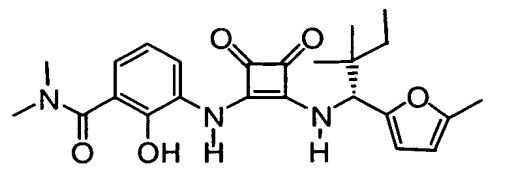
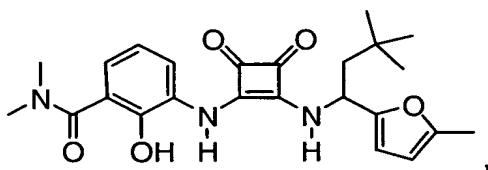
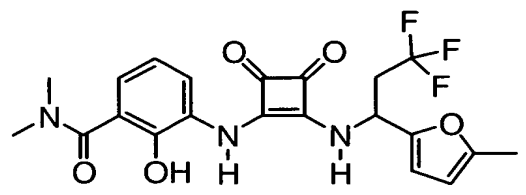
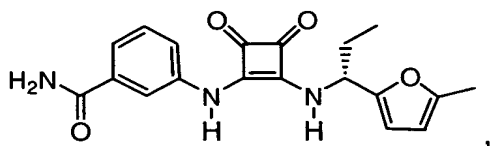
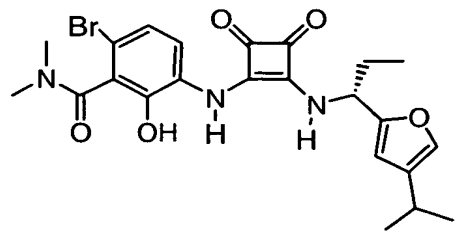
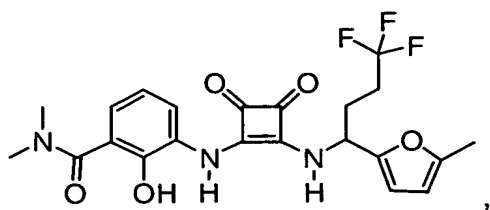
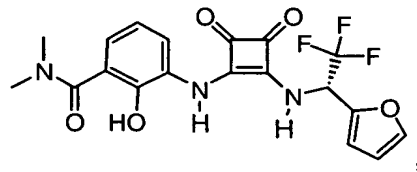
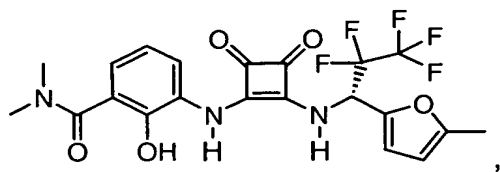


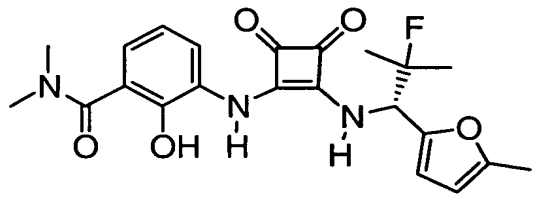
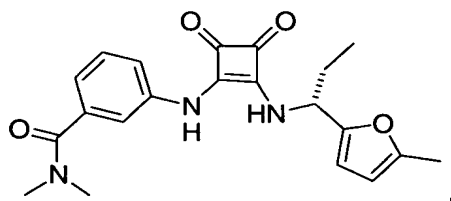
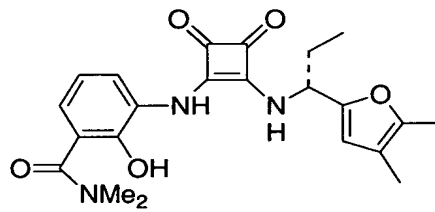
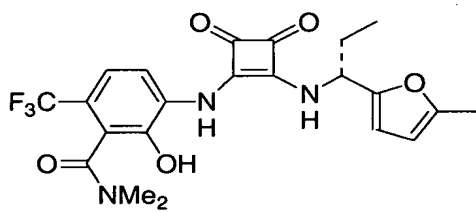
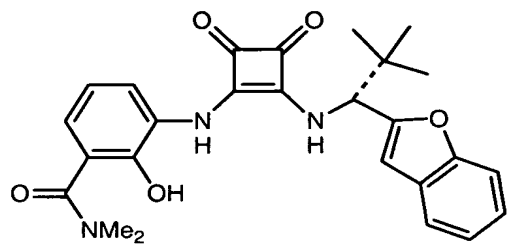
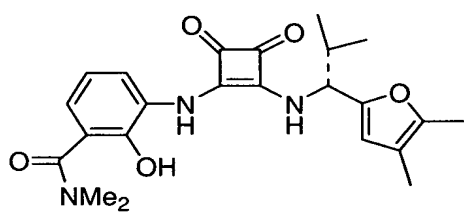
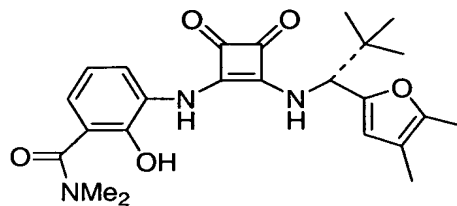
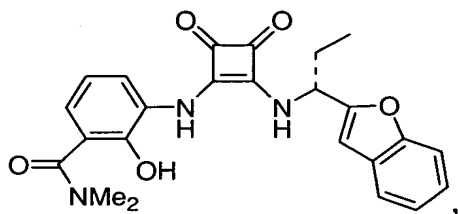
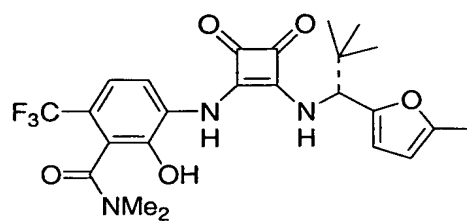
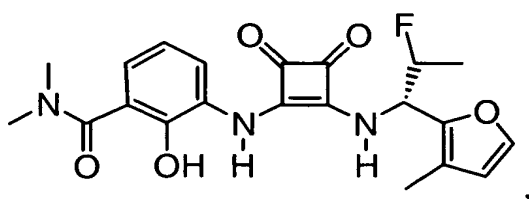


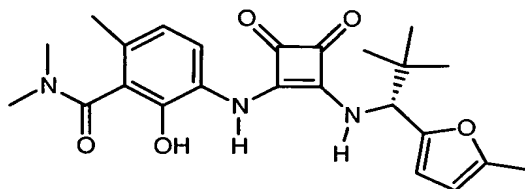
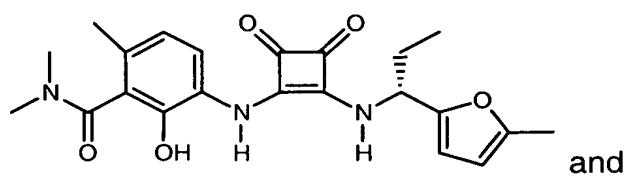
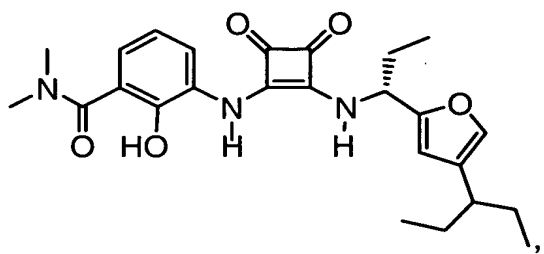
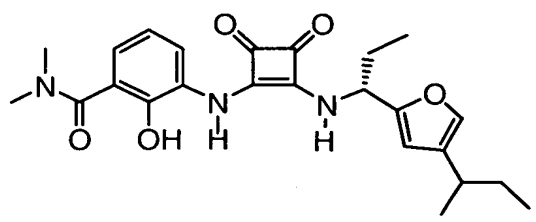
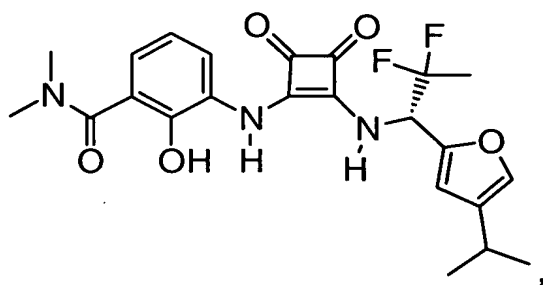






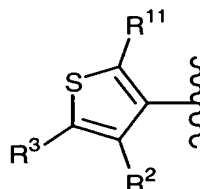






1. On page 24, replace the last paragraph:

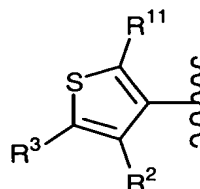
“Embodiment No. 24 is directed to compounds of formula IA wherein B is:



R<sup>3</sup> is  $-\text{S}(\text{O})_t\text{NR}^{13}\text{R}^{14}$  (e.g., t is 2), each R<sup>13</sup> and R<sup>14</sup> are the same or different and are selected from the group consisting of: H and alkyl (e.g., methyl, ethyl, isopropyl and t-butyl). In this embodiment, each R<sup>13</sup> and R<sup>14</sup> are generally selected from the group consisting of: H and ethyl, and preferably R<sup>13</sup> and R<sup>14</sup> are ethyl. and all other substituents are as defined in formula IA.”

with the paragraph:

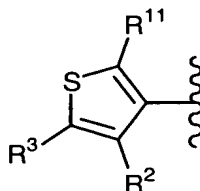
“Embodiment No. 24 is directed to compounds of formula IA wherein B is:



R<sup>3</sup> is  $-\text{S}(\text{O})_t\text{NR}^{13}\text{R}^{14}$  (e.g., t is 2), each R<sup>13</sup> and R<sup>14</sup> are the same or different and are selected from the group consisting of: H and alkyl (e.g., methyl, ethyl, isopropyl and t-butyl). In this embodiment, each R<sup>13</sup> and R<sup>14</sup> are generally selected from the group consisting of: H and ethyl, and preferably R<sup>13</sup> and R<sup>14</sup> are ~~ethyl. and~~ ethyl, and all other substituents are as defined in formula IA.”

2. On page 57, replace the first paragraph:

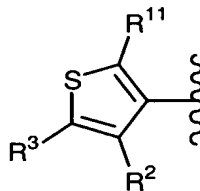
“Embodiment No. 25 is directed to compounds of formula IA wherein B is:



R<sup>3</sup> is  $-\text{S}(\text{O})_t\text{NR}^{13}\text{R}^{14}$  (e.g., t is 2), R<sup>11</sup> is H, and each R<sup>13</sup> and R<sup>14</sup> are the same or different and are selected from the group consisting of: H and alkyl (e.g., methyl, ethyl, isopropyl and t-butyl). In this embodiment, each R<sup>13</sup> and R<sup>14</sup> are generally selected from the group consisting of: H and ethyl, and preferably R<sup>13</sup> and R<sup>14</sup> are ethyl. and all other substituents are as defined in formula IA.”

with the paragraph:

“Embodiment No. 25 is directed to compounds of formula IA wherein B is:



R<sup>3</sup> is  $-\text{S}(\text{O})_t\text{NR}^{13}\text{R}^{14}$  (e.g., t is 2), R<sup>11</sup> is H, and each R<sup>13</sup> and R<sup>14</sup> are the same or different and are selected from the group consisting of: H and alkyl (e.g., methyl, ethyl, isopropyl and t-butyl). In this embodiment, each R<sup>13</sup> and R<sup>14</sup> are generally selected from the group consisting of: H and ethyl, and preferably R<sup>13</sup> and R<sup>14</sup> are ethyl. and ethyl, and all other substituents are as defined in formula IA.”